

FINANCIAL TIMES

Morgan Stanley gears up for a global battle, Page 12

EUROPE'S BUSINESS NEWSPAPER

Monday January 27 1986

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Table with exchange rates for various currencies including British, French, German, etc.

World news Business summary

Lebanese PM 'no' to Cabinet meeting

President Amin Gemayel called a meeting of Lebanon's divided Cabinet for an attempt to avert another outbreak of civil war...

Yemen rescues ban

British officials in South Yemen said the authorities have forbidden any more evacuations by sea...

Resignation refused

Tan Koon Swan, Malaysian businessman and politician, had his resignation as president of his political party...

Peres goes to Bonn

Israeli Prime Minister Shimon Peres left for Bonn on a four-day visit to West Germany...

New Ambassador

The Israeli Cabinet approved the appointment of Shmuel Hadass as Israel's first ambassador to Spain...

Minister dropped

Soviet leader Mikhail Gorbachev replaced Internal Minister Vitaly Fedorchuk, former head of the KGB...

Shevardnadze call

Soviet Foreign Minister Eduard Shevardnadze called on the United States to stop testing nuclear weapons...

Bombay dropped

The Mayor of Bombay said the city would henceforth be known as Mumbai, although the Indian Government in New Delhi opposed the name change.

Checkpoint facelift

Checkpoint Charlie, the famous border crossing between East and West Germany, was to reopen today as a vast complex of offices including a 10-lane traffic facility.

Irish arms seized

Irish police seized caches of arms thought to have been hidden by the IRA in three separate locations, and arrested five people.

Prison hunger strike

Prisoners in Barcelona's Modelo jail started a hunger strike and demanded pardons after 40 inmates mutilated themselves as part of the same campaign.

Portuguese vote

Votes were being counted in Portugal's presidential election after a good attendance at the polls in sunny weather.

Peace rally injuries

Three people were hurt in Windhoek, Namibia, when police used teargas and whips to end a rally marking the United Nations Year of Peace.

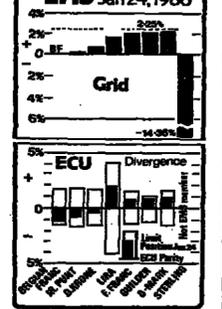
Frost hits reindeer

Frost which ruined their staple diet of moss caused the deaths of 1,300 reindeer in Siberia, according to Soviet officials.

Jardine Matheson buys US insurer

JARDINE MATHESON Holdings, based in Hong Kong, has agreed to acquire Emert and Chandler, US insurance group, in a US\$81.5m deal...

EUROPEAN Monetary System: Attention focused on sterling last week and its sharp fall on weaker oil prices. The pound has fallen



around 16 per cent against the D-Mark in relation to its fixed central rate. Although not participating in the exchange rate mechanism, sterling is used in Ecu calculations...

The chart shows the two constraints on European Monetary System exchange rates. The upper grid, based on the weakest currency in the system, defines the cross rates from which no currency (except the lira) may move more than 2% per cent.

TOKYO share prices in Saturday's session were boosted by the yen's rise against the dollar and the Nikkei average rose 49.17 to 12,953.37.

EEC import controls on dried grapes are to be challenged in the European Court of Justice.

PRESIDENT Ronald Reagan upheld an important ban on a Dutch-made fibre in a move that might worsen relations between the US and the European Community.

OMAN has devalued its currency, the rial, by 10.2 per cent in an attempt to control a budget deficit swollen by the fall in oil prices.

CRÉDIT SUISSE, third largest Swiss bank, will shortly streamline and extend its operations in West Germany where it has taken over two credit institutions in the past year.

COMPAGNIE Financière de Suez, French state-owned financial and industrial group, will announce today a record FF 1.8bn (\$240m) equity-raising and stock-conversion package to prepare the way for possible denationalisation after the March general elections.

TEXACO, US oil group, increased net income in 1985 by 15 per cent to \$1.23bn, but this did not include provision for the \$1.1bn damages award against the company for its 1984 battle for Getty Oil.

YARROW, UK engineering group fighting a £18.5m (\$23m) takeover bid from Weir group, forecast a 96 per cent rise in annual pre-tax profits to at least £3m and promised a 17 per cent dividend increase.

CLAYTON DEWANDRE, UK manufacturer of brake systems in the UK, is seeking radical pay cuts and changes to employment conditions, to save jobs.

Thatcher pledges full account of Westland affair

By Peter Riddell, Political Editor, in London

MRS MARGARET Thatcher, the UK Prime Minister, yesterday promised to give full and precise details of her handling of the Westland helicopter affair during this afternoon's emergency debate in the House of Commons when she faces a crucial test of her premiership.

At stake may be her survival as Prime Minister as she seeks to remove the doubts about both her integrity and competence left after her Commons statement last Thursday. Mrs Thatcher is assured of strong support from her own backbenches today. Tory MPs have rallied behind her following last Friday's resignation by Mr Leon Brittan as Trade and Industry Secretary.

Murdoch papers printed in defiance of unions

By John Lloyd, Helen Hague and Raymond Snoddy in London

MR RUPERT MURDOCH, chairman of News International, has succeeded in printing and partly distributing two of his UK newspapers, The Sunday Times and News of the World, in defiance of the main print unions.

His successful occupation of a new plant in Wapping, east London, from which all his London-based national newspapers will now be edited and published, will stimulate rapid efforts by other Fleet Street managements to cut production costs.

The company yesterday claimed to have printed and distributed 8m of the normal 5m print run of the News of the World - 750,000 from its new printing plant in Glasgow - and 1.2m copies of The Sunday Times, 150,000 down on a normal run.

Uganda rebels plan broad government

By Our Foreign Staff

THE REBEL National Resistance Army (NRA) of Uganda said yesterday that it regarded itself as the government of the country, having driven the last of General Tito Okello's troops out of Kampala.

Mr Yoweri Museveni, the leader of the guerrillas, speaking on Radio Kampala, said he had dissolved Gen Okello's ruling Military Council and that he would soon set up a broad-based government after consultation with all parties.

In the meantime an interim administration that has been running the NRA controlled area of south-west Uganda since last October would administer the Kampala area.

Mr Museveni, whose soldiers have a reputation for discipline and fairness, accused government troops of committing genocide and said the culprits would be punished. He called on local residents to form village committees to ensure security and urged retreating troops to surrender.

The guerrilla leader, a former defence minister in the coalition Government that succeeded dictator Idi Amin's regime, also announced that all foreign exchange dealings were suspended. Mr Museveni has been fighting a bush war for five years.

His announcement followed two days of heavy fighting in Kampala. Diplomats in the city reported by radio that the corpses of soldiers littered the streets early yesterday when jubilant Ugandans emerged from their homes for the first time since the fighting started last Friday.

Gen Okello, who ousted Dr Milton Obote in a coup last July, was reported to have visited a post near the Kenyan border at the weekend before returning to Jinja, 50 miles east of Kampala, where his troops were said to be regrouping.

Diplomats, however, confirmed other reports that soldiers in the 30,000-man government army had fled in disorder. Jinja is a key town on the main road to Kenya and is the site of the Owen Falls dam, Uganda's only source of electricity.

The British Foreign Office, which has been warning the 700 strong British community over the BBC World Service to remain indoors or leave for Kenya, confirmed that Entebbe airport, 20 miles from Kampala, was in NRA hands after government troops surrendered.

Brussels in secret plan to axe food mountains

By two Downey in Brussels

EEC farmers face a freeze on guaranteed product prices and a 3 per cent tax on cereals production if confidential draft proposals for the 1986-87 marketing year are adopted by the European Commission.

Senior political aides to the 17 Commissioners were last night hammering out the final version of the plan which also envisages an Ecu 3bn (\$2.4bn) three-year scheme for disposing of food mountains in Community stores.

It is these surpluses that will leave the Commissioners little room for manoeuvre on the proposals when they debate on Wednesday a third year of price freezes and the new output restraints.

According to a secret report drawn up by Mr Frans Andriessen, the Farm and Finance Commissioner, the unused food in store is now Ecu 10.5bn, or 10 times the value of stocks four years ago.

The cost of storage and destocking has also been revised upwards by Ecu 1bn to Ecu 4.4bn this year, or nearly a quarter of the entire budget allocation for agriculture.

For some products these expenses are almost equal to the guaranteed prices paid to farmers when the food was bought in, while in the case of tobacco losses incurred at sale after a year of storage are greater than the value of the tobacco itself.

The proposals now under discussion advocate a price freeze for most products, with marginal price cuts for some varieties of fruit and vegetables, new incentives for milk to be turned to powder as opposed to butter and the gradual phasing out of support for the beef regime.

But the toughest changes in the package centre on new restrictions on cereals output. These plans include: A co-responsibility tax, probably of 3 per cent, on each farmer producing more than 25 tonnes.

Stricter quality controls that threaten a 5 per cent reduction in guaranteed prices for lower grade grains.

Phasing out of a superior price differential for durum wheat.

Keeping community stores closed to sales until April 1 after each harvest to encourage sales to the free market.

The most heated debate within the commission and in the Farm Ministers' Council, is likely to be on the level of the new cereals tax. AEC anti-terrorist moves; farm trade, Page 2

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Japanese may cut official discount rate

By Jurek Martin in Tokyo

THE BANK of Japan appears poised to cut the official discount rate, perhaps as early as this week, after the steep rise on Friday in the value of the yen against the dollar.

Much apparently depends on whether the yen holds its higher level in the next few trading days. On Friday the yen closed in New York at Y195.75 to the dollar, a gain of Y6 on the day and a continuation of the earlier rally in Tokyo when it broke through the Y200 level for the first time in nearly seven years.

That advance had been triggered when Mr Noboru Takeshita, the Finance Minister, had been quoted as saying that a rate of Y190 to the dollar would be acceptable.

Until now the central bank has taken the view that it would be imprudent to cut the discount rate, which has remained at 5 per cent since October 1983, before the US Federal Reserve reduced its rates.

Mr Takeshita pushed hard for a concerted reduction of international interest rates at the Group of Five finance ministers' meeting in London a week ago. However, with UK interest rates rising in defence of sterling and US rates showing firmer trends, that initiative, by which Mr Takeshita had set much store, failed.

Since then the Finance Minister is understood to have told associates that he now believes central banks should act unilaterally. His public comments on Friday certainly seemed designed to nudge the Bank of Japan into action.

A cut in the Japanese discount rate would also be portrayed by the Government as part of the policy to help to ensure that Japanese economic growth does not falter. The Government's official forecast is for 4 per cent real growth in the fiscal year starting in April, but most private forecasts are much lower, ranging from 1% to 3% per cent.

Japan's major trading partners have been urging it to play a greater role in maintaining tolerable levels of international expansion.

Japanese interest rates are now back at the level of late October, before the Bank of Japan administered a sharp jolt to the markets by guiding short-term rates steeply higher.

Despite the subsequent fall in interest rates the yen retained its strength against the dollar, hovering mostly in the Y200 to Y204 range for the last several weeks.

The long-standing conventional view, still by no means entirely abandoned, is that interest-rate differentials with the US are an important factor in determining the yen's value. Heavy capital outflow from Japan to the US, attracted by high

Continued on Page 14

Lombard, Page 13; currencies, Page 32

Crucial week ahead for £ and UK rates

By Robin Pauley in London

THE money markets open today with attention focused on the Middle East, Vienna and the UK House of Commons as the British Government begins a week which will be crucial to its central economic policy.

The Government has so far resisted strongly all the market pressures for a further increase in interest rates despite a slide in the value of sterling, which last week lost nearly 5 per cent of its value against a basket of international currencies, and a collapse in oil prices which have tumbled by 30 per cent this year.

There are several important keys to whether UK banks' base rates can be held at 12% per cent during this week. Prime Minister Margaret Thatcher's statement during today's emergency debate on the Westland affair will be watched closely by the markets, anxious to

see whether she can assert her authority and bring the political crisis to a close. Officials of the Organisation of Petroleum Exporting Countries (Opec), meanwhile, are to hold their first preliminary meeting today in Vienna in advance of the special committee meeting of five Opec oil ministers there next Monday to set a new output target for the organisation. Reports from Kuwait yesterday suggested that an extraordinary meeting of the full Opec council might be called before the end of February.

Although the committee might recommend an Opec market share of 18m barrels a day (b/d), similar to current levels, there were signs in the Middle East that the weekend

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Morgan Stanley to go public

By Terry Dodsworth in New York

MORGAN STANLEY, one of the oldest and most renowned Wall Street investment banks, has confirmed plans to abandon its private status in a move aimed at attracting outside capital to support its international growth.

The new stock could begin trading as early as April. After a vote on the share issue by the group of 282 executives that owns the company, Morgan said that the flotation would be an important step in its plans for expansion in an era of global securities markets. "It will raise additional permanent capital and, importantly, give us access in the years ahead to the international capital and financing markets," it said.

Although Morgan gave no further details, information leaked from employee meetings indicate that the public offering will put a valuation of about \$1bn on the firm.

Under the new issue rules, the shares will have to be independently priced, but Morgan would apparently like to raise about \$200m for 20 per cent of the business, leaving the balance of the shares, worth around \$800m, in the hands of the current partners.

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WORLD TRADE NEWS

Reagan upholds imports ban on Dutch fibres

By Laura Raun in Amsterdam

PRESIDENT REAGAN of the US has upheld an import ban on a super-strong fibre made by Akzo, the Dutch chemicals and fibre group...

Washington is concerned about the possible harm of the decision on overall trade relations and Dr Clayton Yentler, the US Trade Representative, will visit The Hague on Thursday.

He will meet with Mr Ruid Lubbers, the Dutch Prime Minister and President of the EEC Council of Ministers, to try to defuse the Akzo fibre dispute and other heated trade issues...

Akzo said yesterday that it would appeal to the US federal court against a November 25 ruling by the US International Trade Commission (ITC)...

Akzo remains prepared to arrive at a settlement in the

patent conflict with Du Pont, but holds the view that the decision of the ITC does not contribute to a solution...

Akzo also claims that Du Pont, which makes a competing fibre called Kevlar, infringes upon an Akzo patent...

Last month Mr Lubbers wrote to Mr Reagan arguing that the ITC ruling was unfair. He reiterated Akzo's contention that the ITC decision ignored Akzo's counterclaim of Du Pont infringement...

Aramid fibres are light weight, heat resistant and five times stronger than steel. They have applications in bullet proof vests, aircraft parts and high-performance tyres...

Miti backs curbs on car exports to US

By Jurek Martin in Tokyo

THE CLEAREST indication yet that Japan probably will extend its voluntary curbs on car exports to the US for another year has been given by Mr Michio Watanabe...

Mr Watanabe said at the weekend that although the Government had yet to make a decision he would propose an extension of restraint.

He forecast that, without it, the US would probably rise by about 500,000 vehicles in April. The current ceiling, which expires in March, limits exports to 2.5m cars.

This increase would be worth about \$5bn (\$3.54bn) in sales to the US. This Mr Watanabe said, would not be permissible given that attempts were being made to reduce Japan's \$50m bilateral trade surplus with the US.

Unlike Mr Keijiro Murata, his predecessor at MITI, Mr Watanabe is a genuine power in the government. He is a former Finance Minister and a leading member of the political faction headed by Mr Yasuhiro Nakasone...

The preparatory committee has until July to produce an agenda. William Dullforce reports Gatt members begin to sort out priorities

THE COMMITTEE preparing the negotiations on which the future of the international trading system hinges starts work in Geneva today. It has until mid-July to produce an agreed agenda...

The launching was "certainly not assured," Dr Clayton Yentler, the US Trade Representative, said earlier this month after a meeting in San Diego...

In Geneva the feeling is that the momentum towards a new round is irreversible. The problem for the preparatory committee is to ensure the participation of enough countries...

The climate in which the committee convenes has changed since last year when the US was frog-marching Gatt towards negotiations against the resistance of developing countries...

it discussed separately in a committee headed by Mr Felipe Jaramillo, the Gatt chairman. The need to concentrate on an agenda has focused attention on practicalities and more traditional Gatt issues...

In Geneva, the feeling is that the momentum towards a new round is irreversible. The problem for the preparatory committee is to ensure the participation of enough countries to keep alive hopes that the round will revitalise Gatt.

tackle include their demand for a standstill - a commitment by all participating countries before the start of a new round to introduce no more protectionist measures.

The committee and the industrialised countries also have to satisfy the Third World on how the new round will handle its demand for a rollback (the revoking of measures taken in contravention of Gatt rules) and for early consideration of the trade preferences they have

been promised but often not received. Arguments over priorities include Gatt's safeguard provisions, which allow a country temporarily to protect its industries against a surge of imports...

The first tussle could come over the standstill commitment. It is accepted that negotiations to liberalise trade would be pointless if participating countries could introduce new protective measures while talks were going on...

The negotiations going on simultaneously on the Multi-fibre Arrangement (MFA) in the Gatt textiles committee could trouble the preparatory committee...

It will almost certainly be renewed, although it has become the bane of convinced free traders, but the terms of the

committee, allows for two two-day meetings, a three-day session and a four-day session by the end of March. From then on the tempo may have to quicken.

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It will almost certainly be renewed, although it has become the bane of convinced free traders, but the terms of the

renewal can affect developing countries' attitudes to the new round of trade talks and their commitment in the preparatory committee.

US handling of the MFA talks will be crucial. If Washington considers that after President Reagan's veto of the Jenkins Bill it needs to throw Congress and US clothing manufacturers a sop by insisting on lower import quotas under the MRA...

A potential landmine in the preparatory committee's path is trade in agricultural products. So far the subject has not even been broached in the informal discussions among delegations...

If agriculture is not handled properly, it could prevent progress being made in other trade areas, as it did in the Kennedy and Tokyo rounds. The preparatory committee might hope for a compromise on how to approach agriculture based on recommendations put forward by a Gatt agricultural committee...

Swatch lifts Swiss watch industry

By Our Geneva Correspondent

THE SWISS watch industry confirmed its comeback against the Japanese on the world market last year, boosting the value of its exports by 12.2 per cent to Sfr 4.3bn (\$1.66bn)...

The comeback has been spearheaded by the Swatch, the plastic wristwatch produced in a large variety of colours and designs...

The successful marketing of the Sfr 50 Swatch, particularly in the US, accounts largely for the 41 per cent increase to 25.1m in the number of finished watches exported from Switzerland last year.

If the Swatch has restored Switzerland's reputation among dealers and the broader public, the quality luxury watchmakers continue to furnish the solid core of export earnings. They made only 2.1 per cent of the number of watches exported last year but brought home 41.5 per cent of the earnings.

The US remained the principal market for Swiss watches, taking products valued at Sfr 790m or 20 per cent more than in 1984.

China set to clinch US electronics deal

THE US is expected to announce next month an agreement to sell China electronic and radar equipment for a high-altitude intercepter...

The State Department said the deal, which is reported to be worth \$500m (\$354m) could be the largest US military sale to China.

McDonnell wins \$2bn contract

By Michael Donno, Aerospace Correspondent

DELTA AIR LINES of the US has placed an order worth about \$1.4bn for 80 McDonnell Douglas MD8 series jet airliners, powered by Pratt and Whitney jet engines.

The MD-88 model ordered by Delta seats up to 152 passengers and will be used by the airline on its internal routes. Deliveries begin in January 1987 and will continue until 1992.

The Delta deal follows other big orders by US airlines for jetliners. It indicates that Delta, like other US airlines, prefers to wait until the early 1990s before buying a new 150-seater aircraft, when the projected Boeing 777 will become available with prop-fan engines.

Mr David C. Garrett, Delta's chairman, said that the airline continued to watch the progress of prop-fan development closely, and that if that revolutionary power-plant eventually proved effective, Delta could use it to re-engine the MD-88s.

This meant that the MD-88s could eventually become the so-called "Delta 3," the aircraft "which many of us have been seeking for a number of years," said Mr Garrett.

Trade officials of leading industrial nations have agreed on standardising the terms for granting export loans for export sales of helicopters and small commercial aircraft to developing countries, the Organisation for Economic Co-operation and Development said.

The agreement, between all the 24 OECD member countries except Iceland, is due to take effect from March 10 following formal approval by governments. The agreement would ban countries from using mixed credit packages which tie a foreign aid component to finance aircraft sales.

SHIPPING REPORT Sharp fall in oil prices unsettles tanker market

By Andrew Fisher, Shipping Correspondent

THE SHARP drop in oil prices unsettled the tanker market last week. Business out of the Gulf was at a minimum and rates weakened.

VLCCs and ULCCs (very large and ultra large crude carriers) are again in surplus on the market. Until price and market stability returns, said E. A. Gibson Shipbrokers, "buyers will remain aloof as there will be reduced demand for tonnage."

One VLCC was reported to have been fixed to Japan at Worldscale 33, down on rates of late last year. More business centred on the Taiwanese shipbrokers, have picked up fewer big tankers were sent to the

scrapyard. But Galbraith's said negotiations were taking place for the disposal for scrap of a 10-year-old 400,000 deadweight ton ULCC currently in Rotterdam, for some \$8m (\$4.2m).

In dry cargo markets, rates again drifted. Denholm Coates said the grain rate from the west, however, and buyers were tempted into the North Sea market by reduced prices.

US Gulf to Continental Europe slipped from \$3 a ton to \$7-7.50 with the US North Pacific-Japan rate easing by 25 cents to \$8.75 a ton.

Galbraith's said time-charter business was sparse in the Atlantic.

World Economic Indicators

	(1980=100)				% change over previous year
	Dec '85	Nov '85	Oct '85	Dec '84	
US	116.0	115.2	114.7	113.3	+2.2
UK	107.7	109.4	109.4	103.3	+7.2
Japan	122.6	121.4	122.8	120.8	+1.5
West Germany	107.4	104.8	103.2	103.4	+3.9
France	98.2	101.2	102.2	103.0	-4.7
Italy	95.5	94.4	97.5	94.4	-1.1
Netherlands	102.5	101.7	103.5	103.5	-1.3

Source (except UK, US, Japan): Eurostat

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RULE 3 Get yourself space to work
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RULE 4 Expect the best service
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TWA flies to over 60 US cities - across America, without changing airlines. Every business traveller to the USA knows that by following these simple rules he's on the way to becoming a successful business traveller. That's what TWA's Ambassador Class is designed for. So why put yourself at a disadvantage? Fly TWA Ambassador Class and enjoy it. And succeed.

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FLY DEPARTURE	GATE	DESTINATION
765	28B	DALLAS
766	28B	DALLAS
767	28B	DALLAS
768	28B	DALLAS
769	28B	DALLAS
770	28B	DALLAS
771	28B	DALLAS
772	28B	DALLAS
773	28B	DALLAS
774	28B	DALLAS
775	28B	DALLAS
776	28B	DALLAS
777	28B	DALLAS
778	28B	DALLAS
779	28B	DALLAS
780	28B	DALLAS

THATCHER'S CRISIS

Questions the Prime Minister needs to answer

Peter Riddell sums up the state of the Westland affair on the day of the Commons emergency debate



Margaret Thatcher: resentments about her style of leadership are out in the open

HENRY PUBL By R Head

MRS MARGARET THATCHER will be fighting for her political life in the Commons this afternoon, attempting to remove doubts about the integrity of her Government and about her survival as Prime Minister.

For all the instinctive rallying of Conservative backbench MPs behind their leader during the week-end, the outcome will depend on whether she can answer the many questions—about the partial leasing of the Westland helicopter company, the Secretary-General, Mr Michael Heseltine, then the Defence Secretary—that she left unresolved in the Commons on Thursday.

Many Tory MPs, alone Opposition members, felt that Mrs Thatcher's carefully worded statement and response disguised contradictions and omissions.

Parts of the letter, which questioned an aspect of an earlier intervention by Mr Heseltine in the affair of the Westland helicopter company, were leaked to the Press Association by a civil servant in the Trade and Industry Department, in conjunction with officials at 10 Downing Street.

As with much else in the affair, the row has been blown into the open all the resentments and doubts about Mrs Thatcher's style of leadership which have built up during the past six years since she became Prime Minister.

Critics allege that Mrs Thatcher, her staff and Mr Leon Brittan, then the Trade and Industry Secretary, conspired to discredit Mr Heseltine and to disown knowledge of what had happened for more than a year.

Mrs Thatcher's repeated flouting of the Government's responsibility to Westland shareholders, even though, because of urgency, the method used was unusual.

The start was the turn of the year, when Mrs Thatcher, Mr Brittan and Mr Heseltine were involved in a heated argument over the drafting of a letter by her to Sir John Cuckney, the Westland chairman, setting out the Government's view of its future involvement of Sir Patrick and the publication of Mrs Thatcher's largely non-committal letter on January 2.

Next day, January 3, Mr Heseltine sent a letter to the European consortium of companies, whose proposal to rescue Westland from its financial troubles he has been backing.

He sought to "clarify" the Prime Minister's letter, but his concern about some points in the Friday letter, and of the intention to write formally on the following Monday.

The story then enters murky territory. Given Mr Brittan's admission that he could not remember the writing of a letter to Mr Heseltine? The Westland affair appears to have been discussed with the Prime Minister and advisers at Chequer's on Sunday.

A big question about the existing official version is raised by the fact that Sir John Cuckney knew possibly on Saturday and definitely on Sunday, 24 hours before Sir Patrick's letter was sent—that formed of "material elements" of the letter not from the company but from the PA.

Government has said it learned port even though it is clear that Sir John knew about the gist of the letter the previous day.

She must tell the full story

this afternoon if she is to begin to restore her political authority

There is, then, the central question of whether Mrs Thatcher has authorised the disclosure of Sir Patrick's letter. According to Mrs Thatcher, the letter was brought to Sir Brittan's attention at 10.30 pm on January 6.

He decided to bring it into the public domain as soon as possible. He said he had discussed the letter with Mr Heseltine and the press conference was held at 10.30 pm on January 6.

The other main questions concern the nature of the inquiry and the role of the Cabinet Secretary. The inquiry was not announced until after the Commons had returned the following week.

These points all come down to the question, asked repeatedly during President Richard Nixon's inquiries into the Watergate affair in 1974: "What did she know, and when did she know it?"

Even the official version raises questions about the relationship, not only between colleagues within the Government but also about the political secretary given to civil servants.

Mrs Thatcher's longest-serving advisers, because, it is said, he took an active role in the decision on how the letter should be leaked and had been active earlier in the affair.

It was clear from television interviews by ministers yesterday that Mrs Thatcher's Cabinet colleagues recognise that she gave an incomplete version of Thursday's party because she wanted to tell the full story to concede yesterday—if she is to end the controversy and begin to restore her political authority.

While Mrs Thatcher enjoys the reputation of being a quiet, low-profile minister with a capacity to get on well with people, her performance behind the scenes has been observed by those who have seen her at work.

The number one post has succeeded him on two previous occasions — once when Mr Cecil Parkinson and Mr Norman Tebbit succeeded Mr more significantly, when Mr Tebbit held the reins from the injury he sustained in the Brighton bombing from the Home Office last September.

Regional policy, where Mr Brittan was already trying to give practical effect to his recognition of the need to redress the imbalance between the prosperous areas of the country and those hardest hit by unemployment, is an area in which Mr Channon will have an early opportunity to imprint.

He will also bring to the Cabinet the benefit of his experience of the Minister of State in applying the strategy designed to ensure that the more liberal arrangements due to end in July—being negotiated by the EEC Commission—does not overstep the mark at which the protectionist forces are ready to work on the Government backbench.

In earlier periods of office as Minister of State, Mr Channon has been responsible for the Arts, the Civil Service, Housing and Northern Ireland. When he began his eight-month spell in Stormont in March 1972, he was assisted by Mr political mentors, that he had no cause for concern because "the Irish will never shoot a Guinness."

APPOINTMENT of Mr Paul Channon as Secretary for Trade and Industry, is much more significant than it seems at first sight.

For it is a sign of Mrs Thatcher's current problems in contrast with her previous strength.

Until now, Mrs Thatcher has insisted on having in that close position one of her closest supporters and an advocate of her approach to economic and industrial problems — such as Sir Keith Joseph, Mr Patrick Jenkin, Mr Cecil Parkinson, Mr Norman Tebbit and Mr Leon Brittan.

Mr Channon is not in that mould.

Norman Fowler: a contender for the post

Friday evening and Saturday morning, several of Mrs Thatcher's supporters were urging her to appoint either Mr Nicholas Ridley, the Transport Secretary, or Mr Norman Fowler, the Social Services Secretary.

But the key advice came from Mr John Wakeham, Tory Chief Whip, and Lord Whitelaw, who argued the appointment of Mr Channon as a non-controversial and steady hand.

Mr Thatcher's acceptance of the whips' office view highlights a change in the balance of the whips' office view.

While Mr Nigel Lawson remains Chancellor and Mr Norman Tebbit (in hospital for the last fortnight) has a crucial role as Conservative Party chairman, many key positions are now held by people who are not Mrs Thatcher's natural allies.

They have independent positions, like Mr Douglas Hurd, the Home Secretary, and fastest rising star of the Cabinet, or Mr Kenneth Baker, the Environment Secretary, and Mr Kenneth Clarke, the Paymaster General, who arrived last September. The same applies to both of the latest entrants, Mr Malcolm Rifkin at the Scottish Office and Mr Channon.

An interesting test will be whether these ministers try to challenge the Treasury's tight control and attempt to influence the shape of the Budget.

This group of ministers may now try to assert their independence and speak more directly to the public rather than through the small ad hoc groups controlled by Mrs Thatcher as now occurs.

For instance, on yesterday's London Weekend Television, Mr Hurd gave a clear indication of his view when he said "I think it is very important that people should see that we are under Cabinet government."

Without the authority of the Prime Minister, the Prime Minister could not authorise the disclosure of the letter of January 6. Mr Brittan obviously appreciated that legal fact when he sought such authority from Mr 10 for the letter to be disclosed to the Press Association.

Did the Prime Minister expressly authorise the disclosure of the letter of January 6 on that day? Since the letter had servants at No 10 could not rely upon any implied authorisation. They needed strictly to get the sanction of the Prime Minister or even parts of it. From the point of view of official secrets, if for no other reason, the question has to be asked: Did the Prime Minister give such authorisation?

In the absence of prime ministerial authorisation, Mr Brittan himself and the civil servants at No 10 would have rendered themselves susceptible to prosecution. The fact that they had been forthcoming (whether or not it was) or that it was subsequently given retroactively could not excuse them from liability.

The obscurity of the law relating to authorised leaks adds further point to the growing concern to rid the statute book of too many people's ludicrously wide application of the English criminal law relating to official information. The judge and other public officers perform their respective duties under the umbrella of Section 2.

By virtue of their ministerial offices, departmental ministers are ordinarily self-authorising. Self-authorisation operates exclusively in respect of their own departmental information. Disclosure of inter-departmental information authorised by the Prime Minister, or possibly by both departmental ministers together.

Section 2 catches all Crown servants in throwing the mantle of secrecy over the information of oral and written Every minister of the Crown, every civil servant, every member of the armed forces, every

Senior civil servants exercise a considerable degree of personal judgment in deciding what disclosures they may properly make, and to whom. They can readily gauge the propriety of any disclosure in respect of information from within their own department.

Communications between government departments would ordinarily require ministerial sanction before they could be properly disclosed. Mr Brittan, then Trade and Industry Secretary, provided that sanction so as to make the disclosure by his department's director of in-

formation an authorised one. There could be no question of any prosecution of that civil servant. But the law's application to the Solicitor-General's letter does not end at the Trade and Industry Department.

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Ministerial choice highlights change in balance of the Cabinet

Peter Riddell looks at the implications of the appointment of a 'wet' to succeed Leon Brittan

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Official leak that put secrets legislation back on the reform agenda

FOR THE second time in the Westland affair the existence of a confidential letter has politically ensured the second occasion the Trade and Industry Secretary. But on this occasion the letter emanated from an official disclosure in the Official Secrets Act back on to the law reform agenda.

The letter of January 8 from Sir Austin Pearce, chairman of British Aerospace, to the Prime Minister, invited non-disclosure and waiver only when the author was consulted and consented to its public dissemination. The letter of January 8 to the Defence Secretary, pointing to "material inaccuracies" in Mr Heseltine's advocacy on behalf of the European consortium seeking to gain acceptance of its rescue package for Westland, likewise bore the brand of confidentiality.

While no doubt propriety of the Prime Minister's permission to lift the veil of confidentiality (which was never sought) the Prime Minister would have been legally entitled herself to waive confidentiality.

The letter's position under the official secrets legislation is, however, a different issue. What was the status of the official information that was being leaked? Did the letter cease to be confidential by its disclosure to the Commons? Or was it to be treated as a criminal offence under the official secrets laws?

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THE FLEET STREET REVOLUTION

John Lloyd and Helen Hague trace how the News International group defied striking print unions to publish two of its titles

Murdoch wins first round in the battle over Wapping



Harry Conroy — journalists warned



Rupert Murdoch — acted 'coldly and cynically'

"THIS COULD not be just another Fleet Street strike where we don't get the papers out and the print unions win in days. We had to win," said Mr Andrew Neil, editor of the Sunday Times yesterday.

So far, Mr Rupert Murdoch's News International group has won. As the 36-ton trucks roared down the sweeping curved ramp coming out of the NI Wapping plant in the east end of London under the steel lights on Saturday night and Sunday morning, through the double steel gates and the barred wire, past the six freezing and progressively demoralised Sogat '82 pickets, up the narrow side roads into Commercial Way past 200 more pickets peened up there away from the main plant, out past the Tower and away, so the print unions knew that the tactic of mass picketing would not and could not even be tried.

Mr Murdoch has won so far because he had prepared with a precision and efficiency absent from most Fleet Street managements in the past. He has done so coldly and cynically, not by marginal shifts, certainly not by negotiation — but by fiat.

Mr Eddy Shah, whose new paper, Today, is scheduled to appear in March, is a key figure. He and Mr Neil had discussed the new paper early in 1984. Mr Neil was among a number of advisers who steered Mr Shah in the direction of the electricians' union, the EETPU, headed by Mr Eric Hammond, to get a no-strike deal for his new plant. Mr Shah, who had approached the EETPU through Mr John Grant, its communications director, and Lord Harris, like Mr Grant, a prominent member of the SDP, began talks and ultimately reached agreement in the middle of last year.

Mr Murdoch came to London in February, 1985, depressed over the future of the Wapping plant he was having built for his projected London evening paper. Mr Neil had been talking over the future with his senior executives. Mr Murdoch heard from Mr Neil a plan to designate Wapping a greenfield site,

which would render it open to any agreement with any union; and then to follow Mr Shah's example in negotiating with the electricians.

It appears that the electricians' card was, from the beginning, two-sided: on the one, negotiations with the EETPU strengthened NI's hand in negotiations with the big print unions (which were getting nowhere); on the other the electricians were also seen as a fallback, a labour force which could substitute for the printers if need be.

Had the print unions agreed to Mr Murdoch's tough terms — a legally binding, no-strike agreement — NI's papers would have continued to be produced at their previous central London sites of Boulevard Street and Gray's Inn Road on the fringes of Fleet Street, with a much reduced staff; the Wapping site would have been used for the new Post and for extra sections of the Sunday Times — though probably Mr Murdoch would not have allowed the print unions into the past weeks genuinely hired to work the plant proved they could be trained to use the machines.

It is a matter of judgment how far the negotiations over the past weeks genuinely failed, or were assumed by Mr Murdoch to be bound to fail so that his audacious strategy of moving to Wapping with all four titles could be tested. But once they failed, and once the unions declared a strike from last Friday, the plans went into immediate operation.

The journalists were important, though probably not crucial. Over the past week, it had become increasingly clear to News International journalists that they would soon be called on to make a choice: would they work with Wapping or not? Last Tuesday, the National Union of Journalists' emergency committee called on its NI members to work normally but not to go to Wapping: the four NUJ chapels (office branches) endorsed the line.

On Friday night, the Sun journalists called an emergency meeting, to be addressed by Mr Kelvin MacKenzie, the Sun's tough and irrepressible editor. Mr MacKenzie, who often salutes his commands to reporters with a liberal dose of

profanity, turned on the charm, telling the 100 or so journalists that they were essential to the Sun's future: less emotionally, he told them that if they did not move to Wapping forthwith, they would be sacked. "For Christ's sake, take it with both hands," he said. After three adjustments, during which time he told them he would talk to Mr Murdoch, he produced a package which gave them each an extra £2,000 a year, together with membership of a private health care scheme to which they voted by 101:8 to accept.

They were told to gather the next morning — Saturday — at the Tower Hotel at 10.00 am or 2.00 pm to be bused the few hundred yards to the Wapping plant: some of the senior journalists stayed in the Tower overnight. At 10, a coachload set off; the driver, unfamiliar with the geography of east London, took them to East India Dock more than 1 mile further east before being directed back, amid much semi-hysterical hilarity, to the plant.

For most, it was the first time they had been in the heavily fortified compound: they drove through the double gates, and were checked out to a registration point, where each was photographed, then issued with a colour-coded plastic card with their photograph on it. Each was described on the card as "consultant." They were then told to go to the canteen for a free snack and then to report to the editorial suite on the sixth floor.

The first journalists to reach the newroom were astounded. The entire floor had been laid out as a fully electronic newroom, with everything in place; a desk was ready for all of them with an AteX terminal on each; phones were in place; the switchboard had just been installed; and all around the floor were genial men and women, many of them American or Australian, who welcomed them to their new workplaces and told them to call on them for any help they would need. The day — which for all of them would normally have been a day off — was to be designated as a time to familiarise themselves with the new technology.

On the backbench, where the senior news and sub editors sat, was a number of faces they recognised: colleagues who had been seconded to set up the new Post, and others who had had what had come to be known as the "Wapping cough" — that is, who had formally gone sick over the past few weeks, who had been secretly trained in the operation of the new newroom.

Each reporter and sub editor was issued with a red, loose-leaf book which took him or her simply and swiftly through the AteX system; the reporters learned that they need only key in their stories, then key in a code and press a button

journalists were working normally — though to earlier deadlines. They were not then faced with the choice of going to Wapping. Instead, their copy was taken or tele-faxed down to the east London plant and made up there. Both Mr Neil and Mr Charles Wilson, the Times editor, joined Mr MacKenzie and News of the World editor Mr David Montgomery at Wapping later in the day to help out and learn.

The Sunday Times, an 88-page monster of a paper, had been printed in sections throughout Saturday, starting at 1 am by the evening, only the 24-page news section was left to catch the last possible news. The atmosphere, by all accounts, was slightly frenzied but comradely. The editors strode about the floor, encouraging the new arrivals by making the AteX system as accessible; the customary barrier between editorial and print areas barely existed.

Says Mr Neil: "It was the greatest pleasure to walk around my production floor without asking the permission of the father of the chapel (shop steward) to talk to people, to look at headlines and say, no, that's not right and

they went in without a word. Around 7.00, some trucks backed up two miles in the narrow approach road, and they appear ready to turn back; but his colleagues behind them were impatiently and he turned to the pickets, shrugged, what his window, the gates opened and he drove in.

There was no repetition of the miners' picket line scenes, though NI says that some trucks were thrown. One Sogat official said to another: "We've got to get a six on where all these lorries have come from and arrange for cars to follow them." The nearest pub, ironically named The Caxton, provided warmth for off-duty strategy meetings. "We're not going to stop them by picketing," said a Times source. "We've got to block supplies of ink and paper."

The printing had been delayed by technical hitches: one computer had gone down and the complex Sunday Times proved too difficult for the new labour. But they got it through and started printing by about 8.00: the first lorries came down the ramp and out by 9.15, not stopping at the pickets, up the approach road and out, to shouts of scab and worse. Mr Murdoch had got his papers out. Yesterday was something of an anti-climax. The Sun journalists went in to their new plant to produce for real; Mr Neil gave interviews to say how elated he was. It had worked; NI said that some 500 copies of the NI had been printed (750,000 in the new plant in Glasgow), 2m down on normal; and 1.2m copies of the Sunday Times had been produced from Wapping (150,000 down from normal).

Some Times journalists, restless for Sunday duties, appeared at the Wapping plant. They were shown to their own editorial offices, laid out ready in a listed warehouse which had once held run across from the main building. NI said confidently that there would be a Times this morning.

The rest of the Times journalists went into session last night, still trying to work out what to do — but with the knowledge growing in the mind of each of them that the options were limited, and rough.

'This could not be just another Fleet Street strike' — Andrew Neil, Sunday Times editor

which released the copy to the sub editors. Once the sub had corrected the story and designated its space in the page, he or she coded it down to the make-up department, where it was printed out and pasted-up to be made into a photo-lithographic plate.

Copy coming in through wire services, or from reporters phoning stories in from outside the plant, came into the system in the same way. Everywhere were new faces, many of them women, who knew how the system worked and were keen to make it work in practice.

That same Saturday morning, the News of the World reporters had voted at their Boulevard Street offices to go to Wapping by a margin of 43:2. Many joined their Sun colleagues later in the day. Up at Gray's Inn Road, where the Sunday Times and the Times offices are, the Sunday Times

Naturally, they looked for a tear it off myself, then paste down another one. A number of pages of the Sunday Times were designated by name in Fleet Street terms, that is as good an index of a revolution as any.

The Times journalists were now facing the squeeze: by Saturday morning it had become clear to all that they were faced with following their colleagues on the Sun and the News of the World to Wapping, with all the possible unpleasantness that entailed. They met in chapel (office branch) sessions at 2.30 on Saturday afternoon at the Royal National Hotel in Bloomsbury. They had already been told by their union leaders that if they did not go to Wapping they too — for all the cachet of being Times men and women — would be fired just as summarily as the most junior Sun sub-editor.

way out. They invited Mr Alexander Irvine, the distinguished labour lawyer, for an opinion on whether or not they could sue the company for issuing the ultimatum. After a three-hour recess, they reconvened in the evening to hear that Mr Irvine had told the chapel committee that they had no grounds for a suit, though they might be able to claim unfair dismissal once sacked — hardly an answer to their quandary.

On Friday night, the Times management put forward to chapel officers a supplementary agreement to the existing pay and conditions agreement with the journalists. It would be extended to March 1987, but the old clause on new technology would be replaced by a new one which committed the journalists to operating the AteX system at Wapping, this to be worked "without any reservation whatsoever." Like the Sun journalists, they too would receive a £2,000 a year rise and free medical insurance for themselves and their families.

During the meeting on Saturday Times executives phoned the hotel, offering to dilute the catchall "without reservation" clause. In addition, they said those who did not want to work new technology would not have to — but would not get free health care or the proposed pay rise.

The pressure on Times journalists was increased by warnings from the several NUJ officials and national executives present — who included Mr

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Following the lead of cost-cutters

Raymond Snoddy on the plans of other newspaper publishers



Eddy Shah's plans put writing on the wall

FLEET STREET, for many years as much a synonym for a set of work practices and the legendary earnings they brought as a geographic description, may have come to an end yesterday.

Mr Eddy Shah will be writing for a new daily on the wall. Mr Robert Maxwell, publisher of the Mirror, quickly took his cue and negotiated the loss of 2,100 jobs in London and Manchester.

Now Mr Rupert Murdoch has vaulted over the past in a way that would have been unthinkable only weeks ago. If he succeeds in drastically cutting his costs, as he appears to have done, all other national newspaper publishers will be forced to follow to some extent.

According to some estimates, full operation from News International's Wapping, east London, plant, with only the number of production workers that costs by up to 80 per cent.

That figure is almost certainly an exaggeration, for the cost-cutting is high. But one seasoned Fleet Street chief executive estimated yesterday that the move could save Mr Murdoch around £20m in a year.

If anything like that saving is achieved in practice enormous pressure will be placed on other proprietors to cut their costs too.

Proprietors used to try to blot out their competitors by increasing their costs. Now they are trying to blot out the opposition by reducing their costs. Mr Maxwell has been caught up with Fleet Street.

Later this week Mr Linacre will be presenting plans to unions at the Daily and Sunday Express and the Star for the elimination of 50 per cent of the more than 6,000 jobs at Express Newspapers. The man-

agement has been drawing the plans up since United bought the group at the end of last year. Now drastic cost cuts could become a matter of survival.

Unlike News International, United plans to stay in Fleet Street and negotiate with its existing unions. The aim will be as far as possible to make the savings through voluntary redundancies and non-replacement of staff who leave.

But Mr Linacre emphasizes that flexible working practices are seen by United as every bit as important as actual numbers of employees.

Towards the end of this year, it is believed, United will start considering the introduction of new technology and with it the obvious potential for the direct input of copy, by journalists, bypassing the traditional typesetting process. For the Daily Telegraph, the ability of the Times to cut or hold its cover price and its advertising effect could have a devastating impact on the paper's fight for profitability.

Already negotiations with the print unions in Manchester before Christmas led to a £2m savings on the wage bill. Talks with the London unions will be held later this year. Although, like United, the Daily Telegraph management would like to take its unions with it rather than locking them out behind barred wire, clearly the changes will be drastic.

The negotiations could involve trying to bring the total of production workers down to around half the present figure. The pressure is on because the Telegraph has invested £110m in its two new printing plants and will need to operate both efficiently.

Earlier this month, Mr Frank Rogers, chairman of EMAP (formerly East Midlands Allied Press) was appointed

Telegraph deputy chairman. It is clear that Mr Rogers, a former managing director of both the Daily Mirror and IPC, will have a key role in the coming negotiations on costs, numbers and working practices. The emphasis will be on negotiation and voluntary redundancy, something helped by the fact that a high proportion of the production staff is believed to be near retirement age. But the aim will be to move towards direct input of copy by journalists, something that is already widely practised in the provincial press.

The new Telegraph printing plants also give scope for raising additional revenue. Manchester is already producing the Northern edition and the London plant is expected to be fully operational by September. Together the plants will have the capacity to print another national newspaper under contract. It is believed the Telegraph management intends to use that extra capacity.

The Financial Times, like United and the Telegraph, plans to take its existing unions with it and negotiate to achieve realistic cost savings, working practices and greater flexibility.

It is believed that the Financial Times management is in the process of putting the final touches to a plan for the future to put to the board of Pearson's parent company.

This plan was conceived long before the events at Wapping, but will clearly be influenced by what Mr Murdoch achieves. It is believed to involve the building of a new printing plant on the outskirts of London.

Thus, the signs are that before Mr Shah's new daily, even the news of its coming could already have led to the most profound changes in Fleet Street this century.

Alternative distribution network put to test

BY JOHN LLOYD AND HELEN HAGUE

THE DISTRIBUTION of News International's two Sunday titles — the News of the World and the Sunday Times — is claimed by the company to have largely succeeded. If these claims are accurate — and print union officials deny them — then NI has in place an embryonic alternative distribution system which can replace the traditional road and rail system whose origins date back to the beginning of mass circulation newspapers a century ago.

NI printed 3m copies of the News of the World — 2m fewer than usual — at Wapping and Glasgow, and 1.2m copies of the Sunday Times — 150,000 fewer than usual — at Wapping. They were taken out in trucks belong-

ing to the TNT transport company, an Australian-owned corporation linked to Mr Rupert Murdoch, the NI chairman, through their shared ownership of Ansett Airlines.

Mr Alan Jones, the TNT chairman, moved down to the Tower Hotel near the plant to supervise the operation personally. He had agreed with Mr Murdoch last week to lift all copies of the papers which he produced and laid on a fleet of new vehicles for the task.

The papers were transported to TNT's own distribution centres and other centres rented especially for the operation: from there they were put into smaller trucks and vans, many hired from other companies, to

wholesalers and retailers. Many retailers picked them up from distribution points in their own vans.

Distribution is said to have gone well in most parts of the country except London, where handle them because of the blocking order imposed by Sogat '82, which organises most of the distribution workers. Many newspapers received their copies late in the day but some organised special late deliveries.

Mr Robbins, Sogat's London district secretary, said last night that the company's claims were "a gross inflation." From information received by the union, many areas had not received the NI

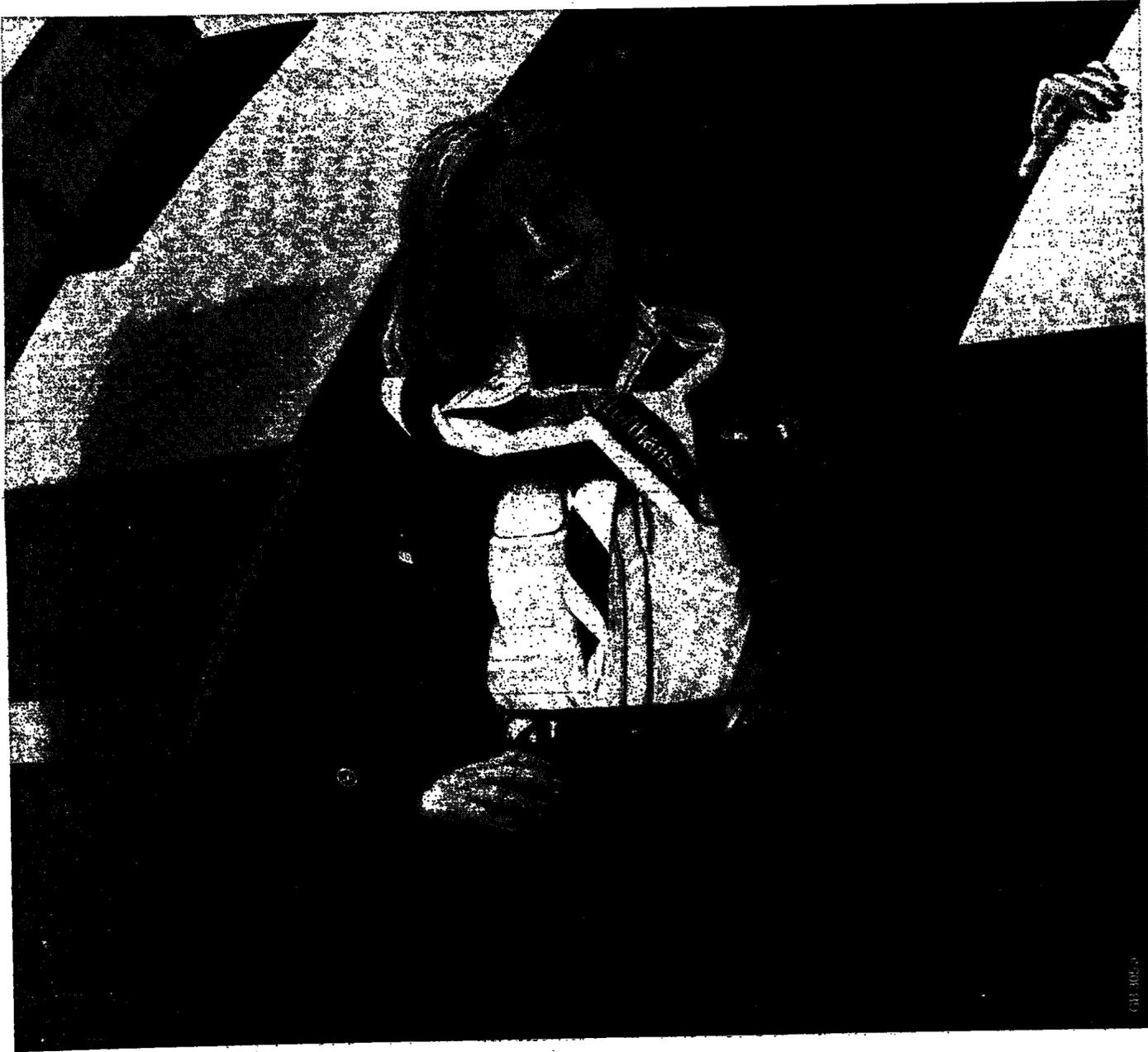
titles and none had appeared west of Bristol. The unions were monitoring the distribution patterns throughout the country, he said.

However, it does seem as though the light picketing evident at Wapping on Saturday night will continue, at least until Tuesday, when a special TUC general council will sit in judgment on the electricians' colluding with NI in stalling up the Wapping plant.

Even after the mass picketing may not re-emerge as a tactic to block distribution: the unions will attempt to put the squeeze on distributors, and even attempt to block paper and ink supplies to the plant.

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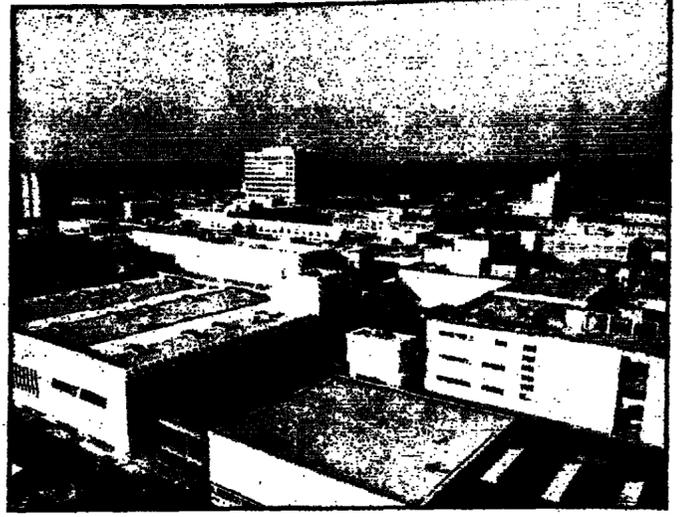
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FT REGIONAL REPORT



HARLOW

Manufacturing decline has robbed this former new town of spectacular growth and forced a rethink of strategies



The town centre (above and left) faces strong competition from other towns in the region, although more space is being built and development is encouraged by planners

Town with an identity crisis

HARLOW IS a town with an identity crisis. It is no longer technically a new town, having lost its status as such in 1980, yet it still is regarded as one of the brash new towns created in the 1960s as a population overspill area for London.

Behind its concrete edifices and traffic-free shopping, Harlow is facing up to the fact that it has to fight for new industries and jobs.

Its traditional light industry, which includes many electronics companies, cannot guarantee the spectacular growth of the 1960s and 1970s. For the first time in 15 years one of the largest employers in Harlow, Cossor Electronics, with more than 2,000 workers, has announced redundancies; and other companies such as IIT and STC, expect little or no growth in employment.

Fortunately, Harlow's manufacturing base is wide with concentrations in paper, printing and publishing through companies such as Pitney Bowes and Longman Publishing; food, drink and tobacco; and engineering. However, compared with the national average of 29.5

per cent of jobs in manufacturing industry, Harlow has more than 49.9 per cent and as a result is strongly influenced by the overall decline in the UK's manufacturing base.

To cope with this move away from traditional manufacturing, and a decline in population, Harlow is rethinking its strategy. On parts of industrial sites retail warehousing such as MFI and Queensway is being placed where factories once stood.

Initiatives

Between 1983 and last year 310 jobs have been created in the services sector and 1,300 in manufacturing, arresting the fall that has been taking place generally in industrial jobs. Unemployment stands at a little over 9 per cent — lower than the national average — but Harlow sees long-term unemployment among the young as a growing problem.

The town council has a tradition of working closely with employers and this has resulted in several joint initiatives to help reduce unemployment and



Report written by Elaine Williams

struction, Industry Training Board, and several Manpower Services Commission schemes.

Harlow also has an enterprise agency sponsored by local employers including Boots and Marks and Spencer. Tesco has seconded one of its managers to run it.

So far the agency has been responsible for helping 200 new businesses to set up locally, creating about 300 jobs at a cost of about £200 per employee. Harlow Enterprise Agency also runs an annual small business competition which has resulted in new companies.

Employers through their grouping have been responsible for the setting-up of an industrial health service so that employees have ready access to medical facilities such as X-ray screening.

Training is also high on the employers' list. They run an industrial training centre where new or existing staff can learn new skills in construction, electronics engineering and woodwork.

But it is not only industry that needs to be built up in the town. Mr Harry Platt, general manager of the town council, has expressed his concern that the population has started to decline.

The council has asked the Boundaries Commission to extend the limits of the town to the east and west and the commission has indicated that the eastern extension will be

agreed. Harlow sees this as an opportunity for more house-building to encourage young families to stay and work in Harlow. A population of about 80,000 is needed to help maintain its present level of services.

The council has always run a "key workers" policy, providing housing for people moving into the area either as a result of new companies setting up in Harlow or bringing special skills to the town. So far, in spite of the loss of new town status, Harlow has managed to maintain this though with increasing difficulty owing to government restrictions in council house construction.

Airport

One way of continuing to build houses, in spite of the restrictions, has been to co-operate with private building companies. For example, the council carried out a joint project with the Woolwich Building Society where the council provided the land and Woolwich the finance. A similar project is under way with Wimpey which is building housing and flats in the town.

The expansion of Stansted Airport, only 12 miles away, is seen as a potential asset to Harlow. The council estimates that it will provide between 1,000 and 2,400 jobs for Harlow, either in direct employment or in service industries.

Stansted should boost market

RETAIL and office development is now actively sought by Harlow. The town has a strong industrial and warehouse market but has lacked large new initiatives in office development for some time.

Some stimulation to office market is expected with the extension of Stansted Airport and the M11 link road. Both of the town's principal industrial estates will benefit from the motorway's northern link and consideration is being given to the development of a business park with a high office content.

Close to the Harvey Centre shopping complex a site being developed by Sunley Holdings will house C&A and Boots together with 15,000 sq ft of office space. This development will strengthen the town's shops, attracting more out of town visitors, but Harlow does face strong competition from other regional shopping centres in Romford, Chelmsford, Stevenage and Cambridge as well as London's West End.

Property

With the decline in the town's manufacturing base, industrial locations have been taken over by businesses including Queensway, Tesco Bulk DIY and MFI. The council has two areas dedicated to retail warehousing—the St James Centre at Templefields and Princes Gate—and has earmarked a third centre, so far unspecified for this type of development.

The town has traditionally had a strong industrial base with more than 700,000 sq ft of industrial and warehousing space. Relets in the area range from £2.75 to £5 for new space, £2.50 to £3 for refurbished space and £2 to £2.50 for modernised space.

Industry in Harlow is located in two main estates, Templefields to the north-east and Pinnacles to the west of the town and in two smaller estates associated with the neighbouring centres. Haslemere Estates has recently completed a development of 65,000 sq ft of industrial space at the Pinnacles. Already about 50 per cent of this estate is let and occupied and at least a further 11,000 sq ft is under offer.

According to the town planners, there are two more pieces of land—amounting to about 90 acres—to the north west and south of Pinnacles which are earmarked for industrial development. This land is controlled by the Commission for New Towns which took over the assets of the development corporation in 1980.



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Minnows develop in shadow of giants

Electronics

THE ELECTRONICS industry can be said to have grown up with Harlow. Today, more than 17 per cent of the town's working population is employed in this sector with STC, IIT and Cossor Electronics, part of the Raytheon Group, all large employers.

Cossor Electronics, in spite of recent falls in business, still employs more than 2,000 people at several sites in Harlow. Its main products are in military IFF (Identification Friend or Foe) radar systems and secondary surveillance radar for civilian air traffic control. Recently it has invested £5m in all aspects of computer-aided engineering and is introducing computer control systems which will radically affect the company's production efficiency.

At IIT, too, there are changes in the operation of its organisation. Work has already started on a new £7m office building funded by Norwich Union, which will house employees now scattered in four sites in the town. This building will be ready early next year.

IIT Europe runs its Engineering Support Centre in the town. Its main activities are centred on research into human factors and artificial intelligence plus the development of software design tools, computer-aided design systems and computer-aided documentation and translation. Until this year the Engineering Support Centre dealt mainly with other IIT companies within Europe; now it sees an opportunity to offer its expertise to outside customers.

An end user division has been set up which will offer IIT's skills in production engineering design and packaging, to help customers market computer-aided products more effectively. IIT will start to market this service more actively later this year.

The other major electronics employer is STC which has one of its largest research laboratories in Stevenage. Pioneering work on telecommunications such as development of the optic fibre has been carried out here.

The presence of major electronic companies in the area, has encouraged the growth of smaller groups such as Tape Automation. It set up in Harlow four years ago and last year won the Queen's Award for Export Achievement for selling 75 per cent of its production overseas. In 31 years the number of employees has grown from six to 60 people.

Tape Automation specialises in the manufacture of fully automatic equipment for loading video, audio and data tape into cassettes, and high-speed duplication systems. The company's equipment is based on very complicated computer technology and can, for example, load a three-hour video tape into a cassette in 30 seconds.

A basic, but no less profitable, product is produced by B and R Electrical Products. It makes devices called residual current circuit breakers which are used to protect against fires and electrical hazards in the office and home. Owing to tougher laws relating to electrical circuits, there has been a growing demand for circuit breakers in the US, in EEC countries and the Far East and this has helped B and R become one of the leading UK companies in this field.

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HARLOW 2



Rodin statue in front of the town hall

Flying visits hope

Tourism

HARLOW'S HOPES for a boost to the number of visitors passing through the town are now firmly based on Stansted Airport. Planners believe that the expansion of Stansted as London's third airport will mean that more people—by accident or design—will make short stays in Harlow.

The council, which is drawing up a tourism strategy, sees a market in weekend or short break visitors, Stansted users, speciality sports and special events. Harlow already attracts visitors who come to see this pioneer new town at first hand.

The advantages Harlow envisages in developing its tourism include a modest gain in employment, better use of the town's extensive leisure facilities and higher occupancy rates for its hotels.

Harlow already has excellent sports facilities including a ski slope, wind surfing and a cycle stadium. The town has carefully-planned cycle routes and it is surrounded by the green belt.

Harlow also has a large collection of outdoor sculptures. Pieces by Henry Moore, Rodin, Elizabeth Frink and Gerda Rubenstein are sited about the town centre.

The local authority-run Mark Hall Cycle Museum has a notable collection of machines covering the history of the bicycle from the Hobby Horse of 1818 to the Ordinaries (Penny Farthings) and first Safety cycles of the 1880s up to the present day.

There are 68 machines on display in five galleries, with another 45 in store. The estate, with its three restored walled gardens, is mentioned in the Domesday Book.

The council has just acquired the Nettleswellbury Farm complex which includes several listed buildings, among them a tithe barn built by the monks of Waltham Abbey in the 15th century. The barn is one of the few such buildings still standing in Britain.

Various suggestions have been made to put Nettleswellbury to good use, ranging from a sheltered housing scheme, making it the new town's record centre, and opening craft workshops.

Lady Gibberd has suggested that the farm should be developed as a resource-centre for sculpture where completed works could be put on show.

Pressure for a rethink

HARLOW'S PLANNERS reckon that it is time for a new town plan. There has not been a review of the town's development since the original outlines were drawn up in the 1940s. Now new pressures are forcing the town to rethink its future.

Harlow faces dramatic changes in its employment base, a declining population and it is running out of land on which to build. On the positive side, it sees new employment opportunities created by a new M11 link and the expansion of Stansted Airport.

One of the New Towns created close to London in the Green Belt, Harlow lies on the border of Essex and Hertfordshire, separated from the metropolitan area by Epping Forest which forms part of the green belt. Harlow has a direct link to the M11 at Junction 7 and this is only four miles from Junction 8 which connects to the A25. A new link to the M11 to the north of Harlow will give improved access for industrial estates in this part of the town.

Harlow's master planner, Sir Frederick Gibberd, conceived it as four large residential areas, each with its own schools, shopping centres, social facilities and sports field, clustered around the main roads to the centre and to the industrial areas—concentrated in two parts of the town.

Planning

Sir Frederick was one of the few architect/planners who lived within the town he created and his widow, Lady Gibberd, is still active in Harlow's cultural activities.

One of the concerns now is Harlow's population decline. The second generation of families in Harlow is drifting away because there are insufficient new houses to encourage them to stay.

Town planners have estimated that Harlow needs to build more than 5,000 houses in order to maintain the population at about 80,000. Today the number is 76,900.

Pressure is now growing for the town to be allowed to break into the green belt to build up industry and housing estates.

The town, which has carried out nearly all the proposals of Sir Frederick's master plan, has recently applied to the Boundaries Commission to extend its limits. The council asked for land to the south and east of the town and has been told that the eastern section is likely to be agreed, which will take the boundaries up the M11. Until now this land has been administered by Epping Forest District Council.

Harlow Council believes that some of this land could be used to build about 3,500 new houses and help ensure the population needed for future growth.

Seeds of growth sown

Industry

A SEEDBED centre—a small industrial estate developed for start-up ventures—is the latest initiative developed in the Harlow area in an attempt to create new jobs.

Ran by the Harlow Industrial Association, a non-profit making body that ploughs back surplus cash, the seedbed centre is run for the benefit of tenants. The association has seven directors who include representatives from industry, the council and its financiers.

The £1.5m development was funded by Guardian Royal Exchange and has received aid through an industrial building allowance which provides tax advantages for the development.

It is the first fully operational seedbed centre in the country though it was the third to be built.

In total, there are 55 units on a 2.5 acre site but some of the units are no larger than a double garage. Completed in November 1984, the centre achieved an 86 per cent occupancy six months later. Some companies have already outgrown the centre and moved into premises of their own. But as Mr Malcolm Hasell, the property developer who conceived the seedbed idea says: "It is part of our philosophy that tenants should leave."

Tenants only need to sign a licence agreement and pay a returnable deposit. Notice for leaving is usually only two weeks.

About 60 per cent of the tenants are start-up companies and the centre aims to help these organisations survive. Rather than simply rent the spaces, the Harlow industrial association provides a central services operation within the centre.

Mr Jim Stalley, who runs it, provides book-keeping services, central mail collection, telex, computer and conference facilities for the tenants.

The centre runs seminars and teaches for the tenants, and will arrange meetings with accountants and bank managers.

company. About 80 per cent of its work is metal fabrications for oil rigs.

The diversity of business at the centre is enormous. One of the largest ventures on the estate is Forest Leathers, a family company which makes fashion leather clothes. These sell for up to £1,000 in the top London stores. The turnover of the company is £500,000 a year.

A larger industrial site is now available to which companies can move as they expand. Building work will soon start on an adjacent piece of land owned by the New Towns Commission. Here larger premises for sale or longer lease will be built.

Range aids survival

DESPITE Harlow Council's concern that the employment base in manufacturing is declining there is still considerable manufacturing activity, ranging from small specialist companies such as Brian Hart, which makes Formula One racing car engines, to large concerns such as Pitney Bowes which manufactures mailing and business machines.

This range of companies has been an important factor in helping Harlow weather the recession. For example, the town has one of Europe's top five ink makers, Lorilleux International, which employs nearly 300 people. Lorilleux's main business is in inks for food packaging.

United Glass announced in October that it was investing £25m in the expansion of its Harlow glassworks. It is building an automated plant to produce up to 450 tonnes of glass a day. Building will be complete in the middle of this year.

Bowman Webber, a leading glass and mirror processor, has spent £1m on its site at Templefields Industrial Estate to produce the largest single-sheet mirrors in the world. It has

created 80 jobs and there is the promise of a further 50.

Another £1m investment has been made by Shenval Print. This high quality printer moved to Harlow in 1983. Its business is in the production of company literature, including house journals, reports and high technology manuals for large companies such as Marks and Spencer, BP and Shell.

The investment is to aid growth in overseas markets, particularly the US. The money will go towards new printing press equipment with computerised inking.

Shenval Print believes that the growth of Stansted Airport will help its own expansion overseas and the aim is to double its turnover to £4m in the next two years. Another expanding company in the paper industry is Molnycke, the industrial paper maker, which has moved into larger premises on Harlow's Templefields estate.

Norwood Partitions, a manufacturer of steel partitions for office, industrial and marine use, has spent £1m to increase the size of its factory by a third.

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THE MANAGEMENT PAGE

Factory automation

An avalanche of change

Nick Garnett discovers turmoil behind the scenes at Jungheinrich in West Germany

THE GLOSSY annual report of Jungheinrich, the West German factory truck maker, includes a photograph of the company's spanking new manufacturing plant at Norderstedt on the edge of Hamburg.

Hammed in by trees, fields and low level housing, it is a picture of neat buildings and orderliness that is expected from western Europe's most powerful manufacturing economy.

What the photograph does not reveal is the turmoil to which the company's main West German production base has been subjected during the past two years and which still grips parts of the plant.

This has arisen partly because Jungheinrich, one of Europe's three biggest manufacturers of electrical industrial trucks like forklifts and stackers, has shifted the bulk of its manufacturing to Norderstedt from an old plant a few miles away. It has also changed building methods, introduced three new models and installed advanced manufacturing systems.

The new production methods have in turn forced the company to alter the designs of its basic range of 45 vehicles. It has also rationalised its product line. The 530 fork variations on its powered pallet trucks have been lopped down to a more manageable 110, for example.

This avalanche of change has almost been too much for the company to digest. Some of it has not been fully synchronised with the move to the new plant and assembly systems are still being ripped apart and remodelled.

A series of inevitable delays and computer programming mistakes only compounded a year's halt in the planning stage of the new plant caused by an argument with ecologists over trees on the site.

To cap it all the company announced sweeping management changes in the middle of last year with the departure of senior executives, Klaus Rosenkranz and Walter Gausert, to be replaced by two men whose wives each own half of the company.



Frank Baer: masterminding major production changes

bulk methods are still being put in. It almost looks as if these changes are an afterthought though the company denies this.

The programme is under the direction of Dr Eckart Kottkamp, board member for technical development recruited from Bosch four years ago. Kottkamp is pulling the company towards more modular building with chunks of each truck built at fixed stations, or "function" cells. Such cells will eventually control their own materials through VDU terminals linked to a central computer and replacing the present more isolated materials flow system.

This will help further to reduce inventories which, though much lower than they were, are still too high—up to three months' stocks of roller bearings, for example.

Many of these transformations are mirrored at Jungheinrich's competitors. What Jungheinrich does show though is that in West German manufacturing reorganisation the workforce travels at a much slower pace. No rush here to so-called Japanese practices other than the just-in-time philosophy.

The continuity in labour organisation so common in most German manufacturers is a factor here. At Jungheinrich it is based on consensus with the union, IG Metall, incentive piecework on the tried and trusted West German model and a strong commitment to training. At any one time in the Norderstedt plant, which employs 1,500, 60 young men and women are on full three-year

apprenticeships and most will stay with the company. Piecework, which must be accompanied by tight production control and investment in training, has been all but abandoned by great chunks of British manufacturing industry.

Each department at Jungheinrich must regularly report on how it is tackling problems arising on the line, and groups of four and five people discuss possible improvements as they always have done, but there are now such things as quality circles.

Norderstedt still uses a separate quality control workforce of 100 people. Machinists have to rectify mistakes in their own time. The national piecework system in which companies and their union representatives agree standard times for all pieces of work is still in full force.

This system, Refa, provides workers with an average 40 to 50 per cent extra pay on top of basic rates. An average machine operator earns in total about DM 18 an hour (£200 a week). The pace of work seems no higher than in British plants and a good deal slower than in some. "Rhythmic to slow" was how one German manager describes it. "Working well is working efficiently, not necessarily quickly."

Labour organisation is not static, however. Gunther Dyrtel, the production planning director, is encouraging greater use of quality self supervision. In typical German orderliness and authority this is marked by the issuing of quality stamps to selected workers.

Business courses

Getting into America: US Visa Law and procedures, London February 27. Fee: £201.25. Details from Miss J. K. Van Wycks, Seminar Division, Crown Eagle Communications, Vernon House, Sicilian Avenue, London WC1A 9QT. Tel: 01-942 4111. Telex: 896827 (ref 1202).

Business Statistics, Berkshire, Bradford March 10. Fee: £100. Members £255. Non members £300. + VAT. Details from IM Marketing Training, Moor Hall, Maidenhead, Berks SL6 9QH. Tel: 06285 24822 ext 23.

Corporate planning in practice, Bradford March 10-14. Fee: £228. Details from course secretary, The Bradford Management Centre, Kighley Road, Bradford, West Yorkshire BD9 4JU. Tel: 0274 42299. Telex: 51309 USBRFD G.

From solving in industrial marketing, Lucerne, Switzerland, February 26-28. Fee: £100. Details from ESOMAR members SF 1,180. Non-members SF 1,390. Details from ESOMAR Central Secretariat, J. J. Viottastraat 29, 1071 JP Amsterdam, The Netherlands. Tel: 020 642141. Telex: 18535 ESOMAR NL.

Professional skills for trainers, Brussels March 4-7. Fee: Non-members Bfr 75,000; Members (AMA/1) Bfr 68,000. Details from Management Centre Europe, rue Caroly 15, B-1040 Brussels. Tel: 21.917.

Intellectual property, London March 18-19. Fee: £431.25. Details from Miss J. K. Van Wycks, Seminar Division, Crown Eagle Communications, Vernon House, Sicilian Avenue, London WC1A 9QT. Tel: 01-942 4111. Telex: 896827 (ref 1202).

Understanding personality differences: an introduction to the Myers-Briggs type indicator, Oxford, March 24-25. Fee: £295. Details from the Secretary, Management Programme, Brunel University, Uxbridge, Middlesex, UB8 3PH. Tel: 0895 56461 ext 215.

Drafting heads of agreement, London March 4. Fee: ESC Members £147.20; non-members £172.50. Details from European Study Conferences, Kirby House, 31 High Street East, Uppingham, Rutland, Leicestershire LE15 9FF. Tel: 0572 822711. Telex: 341352 EURCON G.

Cable television and satellite broadcasting, London, March 4-5. Fee: £540.50. Details from the Financial Times Conference Organisation, Cable Television and Satellite Broadcasting Conference, Minster House, Arthur Street, London EC6R 9AX. Tel: 01-621 1355. Telex: 27347 FTCON G.

Design

'Its importance is self-evident in products that feel right'

Norman Sanson reviews a book about a potent element of marketing

THE concepts of "design" and "marketing" have a lot in common. There are probably as many definitions of each as there are people attempting to define them; most businessmen would acknowledge their importance to the process of creating and delivering value in a product or service; most academics and commentators would assert that the concepts are either misunderstood or completely missing from an uncomfortably large proportion of companies, especially British ones; and practitioners of both arts tend to think that theirs is the most vital contribution to their company's performance.

But there are also differences. "Theory about marketing" abounds, from the popularisation of the notion by Theodore Levitt's article "Marketing Myopia", through the welter of publications about technical aids to more effective marketing to the current debate about the globalisation of markets. In practice, "marketing" can mean many different things to different companies. It can be a fancy word for selling; it can mean a technical competence; or it can describe a philosophical approach to doing business; it can mean a hollow, mechanical ritual, played to the tune of "we are a marketing company" when the company has lost touch with changing realities in its markets; or it can represent an attitude of mind that imbues a whole reorganisation with the desire to see and think about products and services—and opportunities to create new ones—in terms of customers' and consumers' needs, wants, values, aspirations, expectations, limitations, habits and behaviour.

There is, on the other hand, not much theory about industrial design—not much, at any rate, that has been popularised and therefore passed into the businessman's vocabulary, as the jargon of marketing theory has done. "Design" remains a specialist art practised by experts, usually in isolation as a company's other imaginative, creative and productive processes. Good industrial design is acknowledged by example, rather than by the theory of design. But its importance is self-evident in products that feel right, look good, declare their function, their role, even

who is intended to buy, in their shape and appearance. In *The Design Dimension*, Christopher Lorenz makes a valuable contribution to building understanding of what "marketing" is or can be, and to highlighting the potency of effective, imaginative design in the process of defining and creating products and services. It is not simply a book about design, although it is illuminating in the case histories which provide its core—studies of some outstanding examples of the use of industrial design and designers in a central, rather than peripheral, role in product development. It is also a book about marketing, and about the merits of a meticulously balanced approach to harnessing technology, engineering skills, design imagination and practicality, production capability and

physical assets towards profitably meeting a defined market opportunity. The "holism" of many Western companies in their practice of marketing principles, compared with the more fundamentalist, copresensitively market-focused approach of Japanese companies. The increasing importance of effective marketing, and effective use of design as a crucial component in identifying and addressing market needs, as globalisation — to greater or lesser degree — characterises more and more industries.

But the heart of the book lies in a persuasive presentation of the importance of industrial design and the potency of the contribution that can be made by the designers. The book includes a brief history of the development of the designer's role, and highlights, in its several case histories, the different benefits that good design can yield — speed of initiative in Philips; consumer appeal in products where technological superiority alone is unlikely to win, as he argues in the case of Sony; functionality enhancement in Ford cars and Baker Perkins machinery.

A couple of minor quibbles—the architects of market-led (or, at least, consumer-oriented) companies like Procter and Gamble in the US or Rowntree Mackintosh in the UK might take issue with the notion that marketing was "invented" in 1900 when it was promulgated in Marketing Myopia, since such companies were seasoned practitioners by then. And the design case histories would have been even more illuminating had they offered a bit more insight into the organisational contexts or corporate traditions which encouraged or acquiesced in the emergence of designers with highly influential roles.

Notwithstanding such quibbles, *The Design Dimension* makes an appetising, satisfying read. Its central themes are certainly important enough to warrant not just designers and marketers reading it; this is a book that should be read by top management.

Basil Blackwell, £12.50, ISBN 0-631-33747-5. Norman Sanson is a director of McKinsey & Co.

Nearly 100 chairmen and chief executives from top British companies will tomorrow take part in a "Design Commitment Conference" organised by Mrs Thatcher's government to promote the use of design in industry. The government, which has been promoting design forcefully since 1982, has billed it as "the most important design event for four years." One of the speakers will be the FT's Management Editor, author of the book reviewed here.

a well founded understanding of customers and consumers into a coherent, consistent market place offering. Lorenz explores and illuminates a number of well discussed but all too rarely acted on issues.

Marketing as an attitude of mind, pervading a whole organisation, rather than as a specialist functional activity; the difference between a market focused company, and a marketing driven organisation.

The integrative role of marketing, concerned with simultaneously harnessing a company's total resources of intellect, imagination and

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THE 1986 USM EXHIBITION

An exhibition devoted entirely to the promotion of the UNLISTED SECURITIES MARKET

Tuesday, 4 and Wednesday, 5 March 1986 (10am - 7pm) (10am - 4pm)

The Brewery, Chiswell Street, London EC1

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A one-day conference: 'The USM: Surviving The Big Bang' will also be held at The Brewery, on 5 March. Leading experts will examine the implications of this autumn's Big Bang for the USM. Tickets cost £150 (+ VAT) - details from Christine Rickards on 01-493 0000.

COMPLIMENTARY TICKET form with fields for Name, Company, Address and a large 'INVESTORS CHRONICLE' logo with 'Right on the money' slogan.

Architecture/Gillian Darley

National Gallery extension in best possible hands

At best the architect for the National Gallery extension has been chosen. He is Robert Venturi, of Venturi Rauch and Scott Brown from Philadelphia.

his work has been hard to pigeon-hole, constantly diverse and strongly detailed and showing a shrewd approach to some of the least well-lit corners of the architectural history cupboard.

Venturi is well known in architectural circles but compared with his more famous contemporaries, with whom he is bracketed, he is not widely known.

Although no one is giving anything away about the proposals that Venturi made to the selection committee, his interest and understanding of the city are evident in his work.

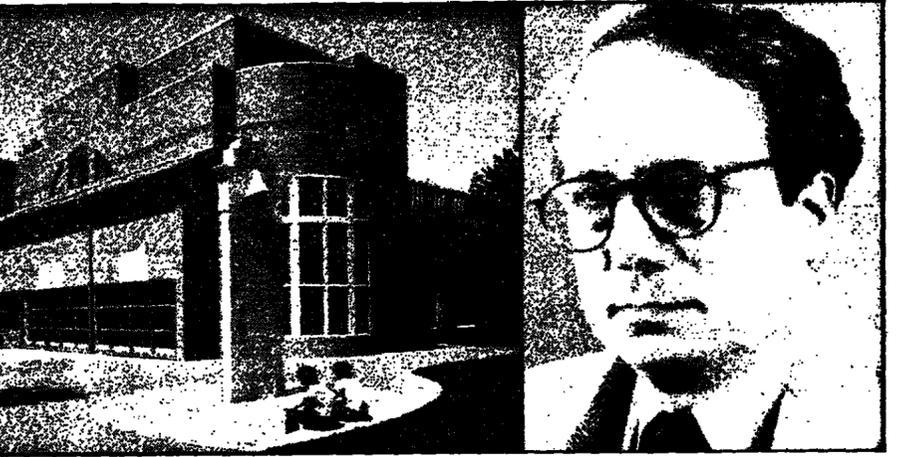
In the 1960s Venturi worked in the office of Louis Kahn, perhaps the greatest designer of art galleries in the 20th century.

Venturi's large corpus of work there are many univer-

sity buildings, but a handful only of art galleries. Two are under construction (Seattle and Austin) while the Allen Art Museum at Oberlin College (dating from 1973-76) was an extension on to an existing spiral Italian Renaissance Revival building.

In the 1950s Venturi worked in the office of Louis Kahn, perhaps the greatest designer of art galleries in the 20th century.

Podrecca is 46 years old, which is young for an architect.



Robert Venturi (right), the American architect selected to design the extension to the National Gallery, and a recent example of his contextual style of architecture at Princeton University.

Podrecca opens new gallery for thinking architects

There is, at least, in the capital a gallery devoted to the display of modern architecture.

He has designed some intriguing conversions in Vienna, two of which are on show, the Humanic Shoe Shop which plays some amusing games with the iconography of the shoe and has an elegant dome over the entrance, and the "1788" clothes shop.

The experiments are always clear and visible, not curious compromises or hole-in-the-corner secrets. It is difficult to show the work of modern architects through just their drawings and photographs.

of the work of that maverick progenitor of the Arts and Crafts movement, Charles Robert Ashbee, always for some reason known as C. R. Ashbee.

Colin Amery

A Journey to London/Orange Tree, Richmond

Michael Coveney

Vanbrugh's A Journey to London was a first-class gem abandoned by the author but revamped, restructured and sentimentalised after his death by Colby Cibber in 1728 as The Provok'd Husband.

two main problems: playing London as a first-class gem abandoned by the author but revamped, restructured and sentimentalised after his death by Colby Cibber in 1728 as The Provok'd Husband.

to the capital's temptations. Following Cibber's example, Saunders creates a link between the separate stories through romance.

giving a spur to Loverule's (Chris Tranchell) emotions from his best friend's infatuation with his wife.

Ambache Ensemble/Elizabeth Hall

Max Loppert

The Ambache Chamber Ensemble, directed jointly by the pianist Diana Ambache and the violinist Adrian Levine, is finally drawn to Marlborough.

crisply forward, with an Andante that was for once just that, and it was detailed by more than a few lively, imaginative turns of phrase, notably in the Rondo.

Six, in which the qualities of all the participants were best represented—Cornelius Talliferre's Piano Concerto of 1924.

Baudo and Ousset/Festival Hall

Max Loppert

The invasion of the London musical scene by French conductors and French pianists playing French music continued on Thursday, to our good fortune.

shine, to feel and communicate with native directness. Bize's extraordinary combination of formal perfection and lyrical warmth.

over-exuberance in the brass), nothing banged or strained; the playing was both cool and warm, limpid and loving.

Debussy's carefully graded tempo modifications, but coordinated with sufficient precision to bring off such a licence—closed an enjoyable concert.

Music in style

The Borodin quartet from Russia, the Alban Berg quartet from Vienna, and the French pianist Cecile Ousset are among the performers at the 1986 National Trust concerts which will take place in 14 National Trust houses.

houses to host concerts include Clendon Park, Stourhead, Dyrham Park, and Osterley Park.

Lontano/St. John's, Smith Square

David Murray

Some Lontano programmes are more mysterious than others. Their cheerful concert on Thursday included three excellent recent pieces besides a Villa-Lobos bonbon and a wild exhibition-number for (and by) a solo oboe.

This concert belonged to Lontano's "Americas" series, and besides the aforementioned South American music there were Elliott Carter's Triple Duo and Peter Lieberson's Lullaby to represent the Northern continent.

like an "effect" proves to be a strictly functional but the jewelled watch-work and there are strong passacaglia-like underpinnings.

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Arts Guide Jan 24-30. Music LONDON: Academy of Ancient Music, with Emma Kirkby, soprano, Vivaldi and Handel. Queen Elizabeth Hall (Mon), (228 2191).

FINANCIAL TIMES

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Monday January 27 1988

The bunker mentality

MRS THATCHER said on television yesterday that she will answer the outstanding questions arising from the Westland affair in the emergency debate in the House of Commons this afternoon. She will be right to do so. Indeed no other practical course is available to her. One more prevarication, one more refusal to deal with the facts, would undermine the British Government's credibility to the point of no return.

Two sets of questions have to be dealt with. The first has to do with the facts, which came to light through the Department of Trade and Industry to leak the confidential letter from the Solicitor-General to Mr Michael Heseltine, then the Prime Minister, without Mrs Thatcher knowing much, or anything, about what was going on. The second set concerns when the Prime Minister knew that the matter had been mishandled in the way it was. On the face of it, it seems extraordinary that it should have needed an inquiry by Sir Robert Armstrong, Cabinet Secretary, to tell her what was happening in her own office and between government departments, especially on a subject that had already become so sensitive. A few telephone calls, a few face-to-face conversations might have revealed all within hours.

Senior figure
No doubt Mrs Thatcher will seek to give honest and detailed answers in the House of Commons today. She has no choice, and it would be uncharacteristic of her to do otherwise. Yet it is beginning to look as if the best possible excuse that can be put up is that the Government was simply incompetent. There was no conspiracy, no great lack of integrity, just a straightforward, though monumental, mess-up.
That may be honest. But it is not very impressive. The Prime Minister may well have had other things on her mind: the oil price, the Middle East, and order, for example. Prime ministers always do. It is the mark of good governments that the machine goes on working. In this case it did not.

Fair share for employees

AN UNUSUAL degree of political consensus has been developing over the past decade in support of employee share ownership.

The Conservative party and its backers in industry have abandoned their scepticism about the interest or willingness of workers to exercise their ownership rights. Particularly since the 1983 election, the Government has included employee share ownership in its vision of a "property-owning democracy". The Liberal Party has long been an enthusiastic advocate and was responsible for the introduction of the first employee scheme with tax incentives in 1978.

Even the Labour Party, which supported the 1979 scheme, has shed some of its past suspicion of collaboration with capital. For many on the right of the party, employee share schemes and the privatisation process have replaced the centralised industrial model of industrial ownership.

Messrs Keith Bradley and Alan Geib in a Public Policy Centre study discussed in the Financial Times last week and published today add to the rising enthusiasm with academic evidence that employee share ownership boosts the motivation and productivity of the workforce.

They demonstrate however that employee share ownership in the UK lags behind several other major industrialised countries.

Easily abused
Of greater practical relevance are the employee share schemes encouraged by tax concessions. The Employee Stock Ownership Plans in the US have probably been the most successful and now cover about 10m workers. This compares with the 750,000 workers in the three types of employee share schemes introduced over the past eight years in the UK. Their more limited success reflects both the lesser tax incentives granted to companies setting up such schemes and the greater reluctance of trade unions to discuss them as part of their wage demands. But the case for extending the tax incentives in the UK is

IN A few weeks time, Morgan Stanley, doyen of the blue-chip Wall Street investment banks, is due to treat investors to a rare glimpse of the inner working of one of the most fabulous money-making machines ever invented.

As the company breaks half a century of tradition and throws itself open to a public quotation, its prospectus is expected to show an organisation that has bounced up profits through boom periods and recessions over the last five years, almost quadrupled its capital base over the same period, and generated a regular return on capital of about 25 per cent.

Yet the figures are only half of the story. What potential investors will also be witnessing is a crucial turning point in a firm which is now bunting down the hatchets for the next big expansion in the securities business—the race to become one of the global companies embracing the dominant financial markets in the US, Europe and Japan.

Morgan's decision to go public underlines the high stakes that are now being played for on a worldwide scale by the big securities houses. Over the last 15 years or so, the bank has become one of the handful of institutions that have managed to establish a dominant position in the race to develop true multinational securities businesses.

It has battled through a deadly period of cut-throat competition in New York, through a complex change of ownership at a rate more appropriate to a high technology high-flyer. To continue in the same vein, the world securities industry goes through a similar shake-out to the one that has engulfed New York. It now needs additional capital. The big question posed by this rush for expansion is whether Morgan can manage its way through it. Like all its competitors, it is faced with two overlapping problems, both of which demand heavy resources.

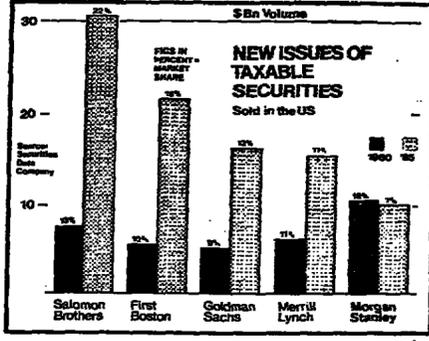
On the one hand, it needs to invest in computer and other back-up services which bolster its risk management analysis, a vital activity as the sums exposed to trading fluctuations grow steadily larger. On the other, it has to spend heavily on new recruits and trading space. During 1985 alone, it added 670 people to boost its worldwide staff to 3,900. Of these 400 are currently employed in London, and a further 140 in Japan, where it has just become one of the handful of foreign firms to win one of the coveted seats on the Tokyo Stock Exchange.

Part of the answer to Morgan's dilemma is to cope with this challenge may be provided by the public offering, when the company is expected to demonstrate how it has managed to force its way into the top ranks of global competitors. In the process, it will aim to neutralise some of the criticisms that it has faced on Wall Street, and which, as a private, somewhat secretive organisation, it has often suffered in silence.

Over the last few years, Morgan has not been particularly flattering press in the US, partly because, as one insider puts it, "we may have allowed our competitors to do our promotion for us." More than any other investment banking group on Wall Street, Morgan has been saddled with the

WALL STREET Morgan Stanley gears up for a global battle

By Terry Dodsworth and Paul Taylor in New York



TOP US INVESTMENT BANKS (ranked by capital)

Firm	1984 capital (\$m)
Merrill Lynch	2,214
Shearson Lehman Brothers	1,886
Salomon Brothers	1,732
Dean Witter	1,237
E. F. Hutton	1,020
Goldman Sachs	859
First Boston	658
Prudential Bache	618
Parsons Weibber	572
Drexel Burnham Lambert	561
Bear Stearns	506
Morgan Stanley	353

image of a traditional establishment bank, elitist, aloof and out-of-fashion. Even now, in a Wall Street hooked on aggressive deal-making and innovative trading, critics claim that it has been slow to respond to the tidal wave of new financial instruments that have flooded through the financial markets.

There is nothing that makes Morgan executives bristle more than this sort of criticism. Yet the impression that the bank makes on the public is easily understandable. Spun-off from the J.P. Morgan financial empire 51 years ago, the organisation still retains many of the trappings of a more leisurely banking era.

Technically a private company, it is run like an exclusive partnership, headed by a management committee of four executives who are all League alumni. The 114 managing directors—not a woman among them—gather together once a month "in a very large room" to discuss policy for anything up to three hours. It is a democratic structure completely unlike the standard corporate organisations which govern most of Wall Street.

There is only one other private New York investment bank, Goldman Sachs, which has anything like the aura of inherited distinction which hangs around Morgan. Goldman, whose Jewish origins contrast with Morgan's own Waship East Coast origins, is often seen as Morgan's arch rival—and in recent years it is Goldman, with its stronger roots in trading and its larger capital base, that has invariably been regarded as the stronger of the two.

Critics look particularly at the underwriting figures for US debt and equity securities. Morgan dominated this business recently as the early 1980s, but since then it has been swept off its pinnacle amid the biggest flood of securities activity ever seen on Wall Street. While Goldman has increased its market share, Morgan has lost

ground to the big trading firms such as Salomon and First Boston, which have built skillfully on their position in the booming government securities market.

Morgan's prospectus, aimed at raising about \$200m for 20 per cent of the firm, is expected to try to throw a different light on the public perception of both its culture and its position in the securities industry league table.

It is very difficult, for example, to prove convincingly that the bank is still an upper class enclave providing comfortable outdoor for graduates of the smart East Coast colleges. Many of its managing directors these days come from US equivalents of British redbrick universities. Some are street-smart individuals who have worked their way around Wall Street before arriving at Morgan's headquarters high up in the Exton building in midtown Manhattan. The head of the computer division, Mr William Cook, dropped out of college and once scraped together a living in a Lake Tahoe gambling joint.

"This is a meritocracy," insists one insider. "The only criteria for working here are to be very smart and to achieve results."
There is no particularly visible slippage, either, in the bank's core business of mergers and acquisitions. In 1985, the most extraordinary year ever for US takeover activity, Morgan was as busy as any of its competitors, participating in five of the top 10 deals and, according to Fortune Magazine, collecting the single largest fee—\$18m for advising the Howard Hughes Medical Institute on the sale of Hughes Aircraft to General Motors.

Only First Boston earned higher total fees in the top 10 league table, garnering \$56.7m against Morgan's \$49.3m. "Eric Gleacher," says a rival banker, speaking of Morgan's top deal-maker, "is absolutely terrific."



Mr Richard Fisher, president of Morgan Stanley

Even in US securities underwriting, Morgan's eclipse may be less significant than appears at first sight. Morgan has shifted direction slightly to give greater emphasis to international business, in the process establishing a healthy reputation in London, where the margins tend to be fatter. Last year, it ranked fifth in global securities underwriting.

The strategy in underwriting underscores a common theme in an organisation where capital has been relatively scarce at a time of expanding activity—to emphasise margins rather than volume. But while this approach has generated impressive amounts of cash—around an estimated \$180m last year alone—Morgan has discovered that internally generated funds by themselves are not sufficient. As a private partnership which has to buy out retiring executives, many of whom have a paper worth measured in millions of dollars, it is particularly poorly placed.

The reason Morgan is finding itself short of capital is tied in with the rapid evolution of the financial markets over the last 15 years or so. To examine

the company's development over this period is to see the growth of a system that has taken a large number of small, highly specialised units and steadily amalgamated them until a few survivors are now, quite suddenly, becoming true multinational organisations. With each step up in size, the demands for capital have increased.

Morgan itself started the 1970s as an archetypal US investment bank, employing only around 500 executives, whose job was to dish out advice to big corporations such as General Motors and Royal-Dutch/Shell, and to manage their securities for them.

This was a fine business when margins were fat and competition was thin. But 15 years ago, the bank saw the writing on the wall as new competitors began to emerge. In March 1971, Morgan's partners held a crucial planning session at which, as an executive once put it, "the modern Morgan Stanley was born."

Mr Richard Fisher, Morgan's 49-year-old president, wrote in the company's 50th anniversary review last year that this meeting made "one simple decision, which led to all the subsequent growth of our firm. Our decision was that we had to earn day-to-day relationships with the suppliers as well as the issuers of capital." In other words, Morgan, for the first time, entered the hurly-burly world of secondary trading.

Over the next decade, Wall Street plunged into its biggest period of change since the last war. While Morgan and the blue-chip corporate finance specialists edged into the trading sphere, other firms with their roots in retail broking and secondary trading began to push back into the exclusive territory of the investment banks.

This convergence of interests was hastened by the abolition of fixed rate commissions in 1975. "Black Friday," as it came to be called, led to a

shake-out among the brokerage firms as thinner margins forced them to diversify and gobble up their competitors, or make a dash for higher volume.

The businesses that emerged on top from this period of amalgamation and takeover have become giant financial supermarkets. Merrill Lynch, Salomon and the American Express Shearson Lehman unit have all been trying to use their weight in the markets to offer corporate clients an ever-widening array of financial products and chip away still further at the basic business of the old-line investment banks.

The classic illustration of how these developments affected Morgan occurred in 1979, when International Business Machines, a long-time Morgan client, demanded that the bank accept a co-manager if it wanted a slice of a \$1bn issue. Morgan refused and lost the business to Salomon. Since then, it has taken a less high-handed approach.

In the last few years, the investment banks have had to cope with the imposition of Rule 144, the so-called "Safe Harbour" regulation under which Wall Street firms are encouraged to bid competitively for underwriting business. This has inevitably eroded still further the cosy relationship which used to exist between large corporations and their corporate finance advisers, turning the issue of debt securities, in particular, into a commodity-type business.

Under the impact of this more competitive climate, the surviving investment banking firms have retreated into niche-type strategies or, like Morgan and Goldman Sachs, geared up to counter-attack on a broad front.

Only 40 per cent of Morgan's revenues now comes from the traditional corporate finance side. The rest of its business is fairly evenly split between securities trading and a range of diversified activities, many of which have been added only very recently. In the last five years alone, it has added the commercial paper business, money market instruments, foreign currency dealing, precious metals, tax-exempt securities, leverage buy-out financing, mortgage-backed securities and junk bonds.

Until very recently, Morgan appeared to believe that it could generate the capital requirements for running this sort of business and translating it to a global scale without seeking outside capital. Speaking in London last April, Mr S. Parker Gilbert, the bank's chairman, said he was confident that the group's underlying profitability was "more than adequate for the requirements of our business in the years ahead." He added: "We are a private investment firm, owned entirely by officers of the firm. As a footnote, I should add that we intend to stay that way."

The decision to turn that footnote into an errata seems to have derived partly from the belief that the pace of change overseas is accelerating faster than expected. The point will not have been lost on Goldman Sachs. Virtually everyone in New York's gossipy investment banking world says there is absolutely no question of Goldman going public, well. But that, after all, is exactly what Morgan Stanley was saying a year ago.

Channons at the ready

Paul Channons, the new Trade and Industry Secretary, made his most notable contribution to British politics so far when he was still a back-bencher in 1987.

He permitted the publication of the fascinating and often indiscreet diaries kept by his father Sir Henry "Chips" Channons as MP for Southend West in 1959, must be hoping that his career as a cabinet minister starts without any repetition of the incident which marred his previous tenure as junior minister at the Department of the Environment.

He failed to be in his place on the Government front bench when called to make a statement and suffered the humiliation of being publicly bawled out by Viscount Whitelaw, then the leader of the Commons.

Bonus onus

The Government's offer of performance bonuses to top civil servants is having a marked impact—though not quite in the way intended.

Introduction of annual bonuses, of between £500 and £3,000, has not gone down well in Whitehall. A recent confidential survey of 200 senior civil servants shows that most senior staff consider the payments divisive and contrary to sound management practices.

Men and Matters

the money, should bonuses be forced on them. The FDA branch in the Employment Department is circulating forms for members to declare their intention either to pay the cash (net of tax) to charity, to give it to the union, to return it to the department or to pursue a fourth course with one or all of the others.

The fourth course is—"to hold a party for colleagues, demonstrating that the bonus is in practice a recognition of collective performance."

One FDA statistician in the Office of Population Censuses and Surveys has already acted along such lines. He has told his superiors he will use his bonus money, paid last December, to take his entire 25-strong division to the Forum Theatre to see the award-winning John Godber comedy Up and Under.

Beeb prepared

Auntie is keeping strange company these days. BBC chiefs are calling in the Employment Department to discuss plans for research on quality in broad-casting from National Economic Research Associates (Nera), an American-owned group noted for its expertise in de-regulation and communication issues.

It was to Nera that Professor Alan Peacock went for independent evidence on whether or not it would be a good thing that the BBC to accept advertising.

The corporation, a little concerned that its own "independent" research might be thought to come from its natural supporters, is hedging its bets against a Nera contract. The question to be considered can economists get to grips with the concept of programme quality and what are the conditions that produce it?

Tunnel plot

My moles are throwing up details of how the Channel tunnel was won.

A skilful lobbying campaign helped steer the British and French governments towards their final choice of a rail link. The veteran publicist William Camp, who has a new political novel out today, was able to demonstrate that his hand had not lost its cunning.

Camp played a role in the campaign as adviser to Sir Robert Reid, chairman of British Rail. The railmen adopted a low-key programme—in two stages—to kill off threats from the Channel road link schemes.

First, the arguments in favour of a rail link were carefully implanted in the minds of the decision-makers. The railmen sensed that things were going their way when the road link contenders began offering revised schemes which included railway facilities.

The second stage of the campaign to boost the railmen's case was to talk money to capture the attention of ministers and civil servants. They were reminded that the simple rail link would be a bargain at £2.6bn compared with costlier road schemes.

Camp, aged 59, remembered as the stormy petrel publicist of the sale of Hughes Aircraft to General Motors, is pursuing twin careers these days as a novelist and an adviser to a handful of business chiefs. He describes his new book—Stroke Counter-stroke—as a black comedy.

The second stage of the Wilson governments on the political and industrial stages will derive much fun trying to identify themselves with Camp's outrageous characters. Literary detective work leads me to suggest that the nationalised industry around which the action swirls "BMH" stands for British Heavy Metals.

Now that is interesting. Camp was in at the birth of the British Steel Corporation—only to leave a year later after a highly public row. Any connection?

Genius
A reader tells me about her Welsh friend Gwyneth who went to Japan recently. They had problems pronouncing her name so she became "Gwynnis."

Everywhere she went she was greeted with tremendous respect. At a farewell reception her host said: "We've been so excited to have a famous author in our midst."
"What am I supposed to have written?" she asked—baffled.
"Why—the Gwynnis Book of Records."

Observer

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كلمات الأبطال

FOREIGN AFFAIRS: DENMARK AND THE EEC

The ostriches have a point

By Ian Davidson

FOR MANY years France was the most awkward member of the European Community...

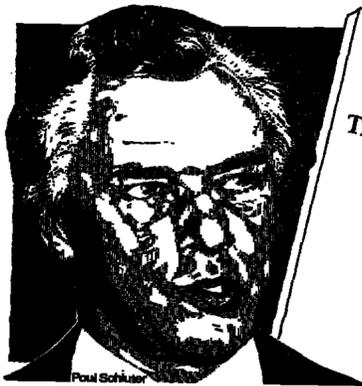
to increased majority voting in Brussels and an enlarged role for the European Parliament...

Over the past few days I have questioned a number of experts and government officials...

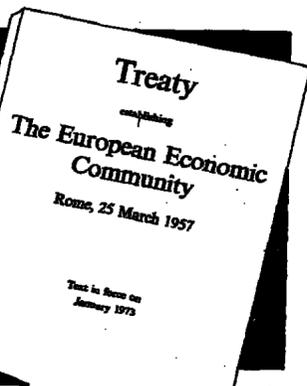
The Dramatic. There will be an economic crisis, and the Danes will have to leave the Community...

Last month in Luxembourg, the 10 member states, together with new members Portugal and Greece, agreed on a package of reforms...

Last week the package was rejected, in advance of signature, by the Danish Folketing...



Paul Schluter



Treaty of the European Economic Community

The Prosaic. It will be a great pity if Denmark blocks the Luxembourg agreement...

The Miscalculation. The worst is not inevitable, even if the Danes do vote No...

Oddly enough, the Ostrich-like posture may be the most sensible; there is certainly very little mileage in either the Dramatic or the Prosaic approaches...

majority voting and the powers of the European Parliament. Legally and constitutionally, the Danes would be entirely within their rights...

Moreover, there is no escape route through a separate treaty between the other 11 member states...

But it is one thing to foresee an eventual parting of the ways; quite another to imagine that the Danes will be so obliging as to leave without a struggle...

parallel Court of Justice; or else it would imply completely unofficial and unenforceable negotiating procedures. But in neither case would it dispose of existing obligations...

Superficially, the Prosaic approach looks more plausible than the Dramatic; in reality it is almost as unpromising. Who knows, it might have been possible at the Milan summit...

But it is hard to imagine that any Danish Government would be able to accept, by the back door, reforms which had been formally rejected both by its parliament and by its electorate...

Even if the Schluter Government carries the day in the Folketing, this challenge will not have been resolved. But let us take one thing at a time...

Lombard Great oil-sterling trade-off

By Samuel Brittan

IF OIL represents 5 per cent of the British GNP (there are slightly different ways of calculating the percentage) and if oil prices fall by 30 per cent...

Like most macroeconomic changes it is not the end of the world and will make much less difference to the welfare of individual Britons than quite small changes in their personal circumstances...

There are, of course, offsets acting in the other direction. The biggest is the gain in higher world activity and lower world inflation...

Another possible offset would be a boost to real demand whether arising from the UK fiscal impact or the effect of greater "competitiveness" especially against the D-mark...

What has actually happened so far? The dollar oil price of Brent fluctuated quite a lot in 1985 but if you take an average of \$28 per barrel you will be in good official company...

The Autumn Statement last November was based on the assumption that the sterling index will not change much from its average level since March 1985...

This takes us to the impact of recent events on inflation. A 30 per cent fall in the oil price at a given exchange rate tends to reduce the UK general price level by 1 to 2 per cent...

Suppose that oil prices do not tumble further. Then very roughly for every dollar that the Brent price falls, sterling cannot drop by more than 1 to 1 per cent without damaging the inflation outlook...

Because of the inter-relationship between national and international markets in all goods and services and between products and labour markets...

What has actually happened so far? The dollar oil price of Brent fluctuated quite a lot in 1985 but if you take an average of \$28 per barrel you will be in good official company...

What has actually happened so far? The dollar oil price of Brent fluctuated quite a lot in 1985 but if you take an average of \$28 per barrel you will be in good official company...

The nation's spending

From Mr T. Arthur. Sir, Mr A. Sutherland (January 21) argues that public spending including transfer payments as a proportion of GDP is meaningless propaganda...

One measure of this would be the total tax take relative to overall activity. Current tax take relative to GDP is not enough; government can claim resources via inflation and borrowing...

Market sizes compared

From Mr C. Doal. Sir, A great deal of attention has been focused on the market opportunity for UK firms that is offered by the Channel tunnel with its projected capital cost of \$2.5bn...

Letters to the Editor

tunnels a year. What is more, recent analysis suggests that this level of activity will continue well into the 1990s.

Private health care. From the Managing Director, Private Patients' Club.

Sir, On January 8, at the invitation of the chief executive of American Medical International, I attended a reception where he made it known that he thought it undesirable for insurers to debate with providers of private health care...

Mr Burslem alleged that FPP "will reimburse 100 per cent for in-patient work but nothing for the same procedure for an out-patient, even though it is cheaper." This is nonsense.

I strongly suggest that if Mr Burslem really means that he is considering entering the insurance market because of the limitation of cover that he believes is offered by the traditional insurers...

health care market in this country over the past few years. Not only is the total of people subscribing to medical insurance in the UK growing quite quickly but, so far as FPP in particular is concerned, we have sought to extend the market beyond its traditional scope...

Moreover, the traditional insurers have, through their sizeable expenditure on marketing, enlarged the total market by bringing in many people below the age of 65 in the socio-economic groups traditionally covered by medical insurance.

It is very misleading to suggest that there has been more effort put into gaining subscribers from existing insurers than into gaining new subscribers. What Mr Burslem seems to ignore completely is that there has been a worrying trend towards the position where almost as fast as the provider associations have added to their subscriber populations they have been losing subscribers because of the increasing factors outlined so accurately by Lisa Wood in her article in your survey of January 22.

While I agree with Mr Burslem's view that it is preferable for us not to debate the private health sector through the media, I felt it necessary to correct his comments.

Patently absurd. From Mr M. Sparham.

Sir, I was interested to see your article "Patently absurd" (January 21) about the Government's proposal to turn the Patent Office into a Quango.

provided by the Patent Office, the remuneration given by the Controller General and Assistant Controller could apply equally as well to improving the office within the civil service and are unconvincing as reasons for living off.

The Government, in its announcement, gave as one of its reasons, the need to free the Patent Office from the traditional civil service framework, but it has not said what the impact on the staff would be...

Mike Sparham. (Assistant Secretary, Society of Civil and Public Servants, Executive and Directing Grades.) 124-90, Southwark St, SE1.

Wonders of technology

From the Financial Director, RK International Machines Tools.

Sir, - What wonders of modern technology can work on behalf of British business - if only our bureaucrats would let it.

Some 12 months ago British Telecom supplied this company with a new telephone system which the manufacturer advises us is capable of onward connection of the calls to other numbers should we wish, eg. at weekends. The system works, we have proven it. BT, however, has since discovered that such use is prohibited under the terms of its licence.

Someone, somewhere, however, has (if BT is not misleading me) decreed that this should not happen. Why? J. Larkman. Europa Trading Estate, Fraser Road, Erith, Kent.



PROFIT FROM A WIDER VIEWPOINT.

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Terry Byland on Wall Street Optimists back in the saddle

LAST WEEK'S successful rebound by the Wall Street stock market has strengthened the case of those analysts who refused to panic on Black Wednesday, January 8, when the Dow Jones industrial average plunged by nearly 40 points.

The turning point has been the sudden, renewed slide in oil prices. After some confusion when the market chose to concentrate on the bearish implications for the banks, analysts are now pointing to the bullish implications for industrial stocks of lower world energy prices.

Leading US stock indices. Jan 24 % off peak. DJ Indust Av 1,529.93 -2.34 S & P 500 206.43 -3.7 Nasdaq Comp 328.25 -0.5

Stock market was badly upset at mid-week by the ominous view that collapsing oil prices might provoke an all-out crisis in the US banking system.

The stock market was badly upset at mid-week by the ominous view that collapsing oil prices might provoke an all-out crisis in the US banking system.

Wall Street's profit forecasts for 1986 are standing up well to the reports from the real world, in the form of the final 1985 quarter figures from US corporations.

Defence stocks, which have been badly battered by expectations that defence contracts will, at best, be harder to come by as further cuts in the federal deficit are sought, are at a ratio of six to seven times prospective earnings.

The view that the stock market is still moving into a year of higher corporate earnings survived a significant test when IBM announced its results last week.

IBM has one further opportunity to upset the market within the next few weeks, when it will issue its annual report to stockholders.

The market is still regrouping, as Shearson Lehman Bros puts it. But the list of those taking a positive view of the near-term outlook has grown significantly as oil prices have fallen.

FRENCH BANKING GROUP PREPARES FOR RETURN TO PRIVATE SECTOR

Suez plans FFf 1.8bn funding

BY DAVID MARSH IN PARIS

COMPAGNIE FINANCIERE de Suez, the French state-owned financial and industrial group, will today announce a record FFf 1.8bn (\$239m) equity-raising and stock-conversion package designed to prepare the way for likely denationalisation after the March general elections.

The funding will take the form of a one-for-six rights issue, finally agreed with the French Government last week after several weeks of preparation.

The package, in which the state will be selling to private investors its rights to subscribe the capital increase, comes as several other banking and industrial groups taken over by the state in 1982 are actively preparing denationalisation moves.

The right-wing opposition, which according to opinion polls will win the March 16 poll, has promised to privatise all the groups - including

Suez - nationalised by the Socialist Government in 1982, as well as state-owned banks and insurance companies.

However, the desire of state-owned companies to make use of the investment appetite of the buoyant Paris Bourse, as well as the increasing pragmatism of the Socialists over denationalisation, appears to make gradual flotation of state holdings inevitable, regardless of the election outcome.

The main motivation behind the Suez launch is to cash in on current demand in order to stock up equity resources as a precaution for eventual denationalisation.

The Suez transaction, involving the issue of 2.1bn new non-voting preference shares (certificats d'investissement, or CIs) at a basic price of FFf 825 (\$107) each, will be announced by Mr Jean Peyrelevade, the Suez chairman.

The operation, to be carried out in stages over the seven weeks before the elections, marks the first time a nationalised group has made a rights issue, as well as the biggest overall share capital package ever made through the Paris Bourse.

A significant part of the package is planned to be sold abroad through banks in the UK, North America, Switzerland, West Germany, Belgium/Luxembourg and Japan.

A prospective FFf 700m of the new equity is planned to come through conversion of non-voting loan stock (fibres participatifs or TP) issued in February 1984 by the Suez group's banking arm, Banque Indosuez.

The bulk of the CIs, planned at FFf 1.1bn, will be issued through subscription rights for existing Suez shareholders.

are held by subscribers to a previous issue of 1m CIs last summer at FFf 580, which have lately been trading on the bourse at around FFf 1,100.

The Government will also use its rights to create the CIs to be exchanged for the existing Banque Indosuez TPs. Although details will depend on the outcome of the TP exchange offer, the overall effect of the deal will be to increase the Suez holding company's nominal share capital from FFf 1,950m to FFf 2,270m and to increase the group's capital resources from FFf 1.2bn to FFf 6bn.

The Suez issue comes as the nationalised electronics and energy group Compagnie Generale d'Electricite and the aluminium concern Pechiney are putting together equity-raising deals in Paris. Other state-owned companies such as the Thomson electronics group and the Paribas financial concern are making no secret of their preparations for denationalisation, while Rhodan-Poulenc, in chemicals, has recently said it is in favour of an eventual share flotation.

Montedison to raise L551bn in effort to cut debt burden

BY ALAN FRIEDMAN IN MILAN

MONTEDISON, Italy's leading chemicals group, announced plans at the weekend for its long-awaited L551bn (\$300m) rights issue, designed to strengthen share capital and reduce the Milan-based group's heavy debt burden.

Mediobanca, the merchant bank, is expected to lead-manage the Montedison issue, which will probably come to the bourse in April. The effect of the issue will be to increase share capital from L1,110bn to L1,661bn. Even after the increase, however, Montedison's debt of about L4,500bn will still represent 2.7 times the group's equity base.

The Montedison board, after a three-hour meeting on Saturday, said group net profit for the first 10 months of last year totalled more than L70bn. That is the first positive result for a decade. For the whole of 1985, consolidated net profit is likely to be more than L100bn on turnover of L14,200bn. A dividend payment is also expected for 1985, the first for 10 years.

Montedison also said it planned investments this year for more than L1,000bn, to be largely self-financed.

The rights issue will involve the offer of 400.7m non-voting savings shares at a nominal price of L1,000

each. Shareholders and holders of a 1984-81 convertible bond will be able to subscribe eight new savings shares for every 25 shares or bonds already held.

In addition, the company will issue 150.3m ordinary shares, available to bond and shareholders on a three-for-25 basis and also priced at L1,000 a share.

Mr Gianni Varasi, the new Montedison vice-president, whose PAF minesweeper and paints company last month became the single largest shareholder with a 10 per cent stake, is expected to subscribe for ordinary shares so as to avoid a dilution of his holding.

IRA guns seized near Irish border

By Hugh Carney in Dublin

IRISH SECURITY forces seized a large quantity of guns and ammunition which they said was destined for the IRA. They also detained five people in three dawn raids within 30 miles of the border with Northern Ireland yesterday.

The arms seizure came amid signs of a continuing split among Unionist MPs over their strategy in the wake of last week's by-elections in which they retained 14 of their 15 Ulster seats.

Yesterday's arms seizure was the biggest in the Republic since the capture of the fishing boat Marita Anne laden with weapons off the coast of County Kerry in October 1984.

Members of special task forces sent to the border by Dublin after the signing of the Anglo-Irish agreement last November were involved. The arms seizure is the kind of security success that both Governments hoped the accord would yield.

The loss of so many weapons is a blow to the IRA Provisionals, it follows a sharp fall in support for Sinn Fein, the IRA's political wing, in last week's by-elections.

In the four border seats Sinn Fein contested, its share of the vote fell by nearly 25 per cent compared with the 1983 general election.

While both Governments say they will stick by the accord, there are signs that London is keen to bridge the gap with the Unionists.

Police in Northern Ireland were last night still hunting Mr Owen Carron, the Sinn Fein candidate for Fermanagh and South Armagh, who had been allowed bail - on charges of possessing a rifle and ammunition - in order to fight the election. He did not return to Crumlin Road jail in Belfast on Saturday as ordered.

UK minister faces interest conflict

BY PETER RIDDELL, POLITICAL EDITOR, IN LONDON

MR PAUL CHANNON, Britain's new Trade and Industry Secretary, will have to pass one of his first important decisions to another minister in his department because of a conflict of interest arising from his membership of the Guinness family.

Over the next few weeks, the Department of Trade and Industry will have to decide on the recommendation of the Director-General of Fair Trading, whether to refer the £2.2bn (\$30m) bid by the Guinness brewing company for Distillers, the whisky group, to the Monopolies and Mergers Commission.

A complication is that before the Guinness bid was announced a week ago it was decided not to refer to the commission a bid for Distil-

lers by Argyl, the UK supermarket group. Mr Channon is a shareholder and beneficiary of family trusts with shareholdings in Guinness.

On his appointment, he told Mrs Margaret Thatcher, the Prime Minister, that he would leave it to a minister of state in the department to exercise whatever ministerial responsibility might be necessary over a referral.

Such conflicts of interest have arisen in the past because of similar family or local links.

However, Mr Channon's predicament comes on top of opposition criticism of the involvement of Mr Michael Howard, the corporate and consumer affairs minister, with the Financial Services Bill, because of

his membership of Lloyd's, the London insurance market.

Mr Howard ceased all trading activities as an underwriter last September when he took his present post. But he remains a Lloyd's member, partly because he may face liabilities on contracts arranged before last September.

Labour MPs have argued that Mr Howard should not be in charge of the bill, which sets a new supervisory framework for financial markets, since the position of Lloyd's, at present excluded from the bill, is highly contentious.

Although the official ruling has been that Mr Howard has fully declared his interest, his position may be questioned again by MPs.

Tough week ahead for £ and rates

Continued from Page 1

of pressure from several oil producing states for cuts in production to halt the slide in oil prices.

Falling oil prices were at the root of sterling's sharp fall on the foreign exchange markets and the subsequent rise in base rates from 11 1/2 per cent to 12 1/2 per cent on January 8.

Iran is reported to have halved its oil production until further notice and Egypt announced that it would cut its production from 250,000 b/d to 150,000 b/d.

The United Arab Emirates' Oil Minister, Dr Mana Said Otaiba, a member of the special Opec committee, with Kuwait, Indonesia and Iraq under the chairmanship of Venezuela, said the oil industry was passing through the most critical stage in its history.

prevent further price deterioration," he said.

Sheikh Ahmed Zaki Yamani, the Saudi Oil Minister, has been applying pressure to non-Opec states such as Britain by increasing production to try to force them to agree to production ceilings.

The British Government, endorsing intense political pressure last week, decided to stave off a further rise in interest rates. It let sterling take all the strain, losing 4 per cent of its value, and put on a brave face by pointing out that there were benefits as well as problems from falling oil prices.

But the Government was also quick to stress that it would act if its strategy against inflation was threatened by a further sharp drop in sterling.

weekend still thought a rise in base rates to 14 per cent was likely soon.

In addition to the domestic political crisis and oil prices, the US dollar also has a big impact on sterling's fortunes. On Friday, for example, the falling pound stabilised briefly - as a result of a weaker dollar - before Mr Leon Brittan resigned as UK Trade and Industry Minister.

The markets will be paying very close attention this week to tomorrow's State of the Union speech by US President Ronald Reagan, and to the evidence on domestic monetary policies from Mr Paul Volcker, chairman of the Federal Reserve Board, to a House of Representatives committee.

North Sea exploration might halt if the price of oil continues at its present low level, Mr Chris Green-tree, chief executive of Lamsco Oil, one of Britain's largest independent oil companies, said on television last night.

Japan may cut discount rate

Continued from Page 1

er US rates, was traditionally held to weaken the yen.

The evidence since the decisive September Group of Five meeting in New York, however, is otherwise. The yen has gained against the dollar by more than 20 per cent in the face of a long-term capital outflow running at \$6bn-\$8bn a month and interest-rate differentials of 3 to 4 percentage points.

The impact on the domestic economy of even lower rates will pressure-hike be beneficial, although loan demand in Japan is now so light that dramatic results are unlikely.

Brussels plan to axe food stores

Continued from Page 1

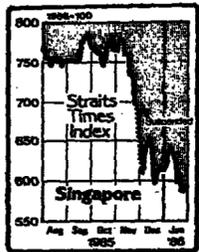
ording to the experts, a tax of 6 per cent would be necessary to cover the full costs of storage and export subsidies.

But it may emerge that even a 3 per cent levy will prove too high to be politically acceptable in a year which promises national elections in France and the Netherlands and regional polls in West Germany.

Britain is certain to object to aspects of the provisions for quality standards and the exemption of small farmers from the new tax.

THE LEX COLUMN

An outcast of the islands



The transformation of Mr Tan Koon Swan from a rich and successful politician into a prisoner on S\$20m bail is as cautionary a tale as today's securities markets can relate. But the investment moral is more compelling than any tale of human frailty or hard luck.

What is clear is that these liabilities, which are being borne by the Singapore brokers as agents, will work their way through to the banks that lent to them on the basis of collateral which may at times have consisted solely of shares at less than the loan's value.

Since the index stocks alone have fallen by a third in Kuala Lumpur and a quarter in Singapore since the Pan-Electric story broke, this would not be an inviting prospect even without the collapse in value of the quoted Pan-Electric companies.

But there were few who could have predicted that a thoroughbred economy such as Singapore's, which had grown at steroid rates since time out of mind, would not so much slow up as break down on the track; and that the general collapse in asset values and earnings would leave suddenly unprofitable companies which had nothing but artificially ramped shares as collateral with which to fund their businesses.

Over where banks were jumping over one another to pick up dubious assets, the market in securities trading, anything could happen; and there is every evidence that forward share contracts were unraveling at panic speed even before the Pan-Electric default.

Yet for all the sophisticated international comparisons of a stock such as Singapore Airlines, the fact is that its flotation was sandwiched by the market's fall from grace; and it is still not clear in what sort of health, if at all, the Singapore equity market will survive.

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could give a new meaning to the phrase Chinese Wall. Foreign brokers are showing no great eagerness to pick up seats, or at least not without some comfortable professional indemnity cover.

Helicopter arbitrage

The exponents of risk arbitrage usually represent that activity as the scientific weighing up of various possible outcomes in a corporate battle. For a self-respecting arbitrageur to get involved, the possible results generally need to be pretty clear cut, and there needs to be a reasonable safety net in the market, based on calculation of the company's fundamental value.

Where Westland is concerned, neither of these conditions seems to hold. Although both the European and Silorsky factions have been picking up substantial clumps of shares, the presumption must still be that neither will go to the length of making a full bid. For each antagonist, the sole justification for driving up the price to such spiraling heights appears to be frustration of its opponent. Neither can allow the other a clear run to 50 per cent of the votes; it is impossible to make a reasoned gamble on the company's fate if the forthcoming reconstruction is stymied.

In these circumstances, the premium value of the shares ostensibly will not last beyond the ballot on this week's revised resale package. Except for members of one or other covert party, to buy into Westland at this stage, and likely price, appears to offer a reward only if the shares can be rapidly handed on to someone who needs them. That is no doubt why some canny institutions are reported to have both bought and sold, last week. But it seems a bit late for new players - even the redoubtable Mr Boskey - to have any confidence in taking their turn.

PLESSEY HOTLINE PLESSEY HD

Australia chooses Plessey optical fibre systems. The Australian Telecommunications Authority is buying Plessey equipment for its optical fibre communications link between Sydney and Melbourne.

Enterprise rewarded. A microwave technician with Plessey Radar at Cowes is the first winner of the Mary George Memorial Trophy awarded by the Institution of Electrical and Electronic Incorporated Engineers.

USA decides on Plessey too. Plessey has just signed a deal with Granger Associates for a joint venture that will market Plessey optical communications systems throughout the USA.

Traffic control for Kent. Plessey has won a £700,000 contract from Kent County Council for major traffic control reorganisation.

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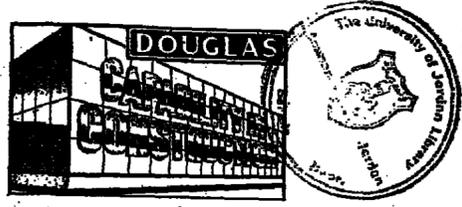
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SECTION II - COMPANIES AND MARKETS

FINANCIAL TIMES

Monday January 27 1986



EURONOTES AND CREDITS

Belgium breaks new ground with low-margin issue

BELGIUM is expected to break new ground in the Eurocredit market, when it mandates a new \$500m credit bearing interest at a mere 1/2 per cent over London interbank offered rates (Libor) for at least part of its life, writes Peter Montagna in London.

Never before has such a low margin been offered by a sovereign borrower, but competition for mandates, more efficient funding techniques, and the growth of secondary market trading in loan assets, have made thinkable terms that would have been laughed out of court a couple of years ago.

The starting point is the funding techniques now used by many banks which mean that Libor, like the US prime rate before it, has lost its significance as a benchmark for cost of funds. On paper at least Libor has a built-in profit element which means banks can earn more than just the margin.

That may explain part of the trend, but there is a clear difference between the disappearance of prime as a benchmark and what is now happening to Libor. Access to below-Libor funds is not universal, being confined generally to larger banks with expertise in swaps. That means the closer the terms on credit get to Libor, the fewer the number of banks that will find them viable.

Also, although there may well be funding profit in a credit as well as a margin, it accrues in most banks to the treasury side of the business, leaving the lending side with just the margin to show when its profits are totted up.

So why will some banks still contemplate deals on such fine terms? Belgium is not the only example - still due to be mandated shortly is the \$250m credit for Standard Life Assurance, regarded as a rare and exceptionally good credit that could command a margin of 1/4 or better. One answer to this question lies in

the development of transferability which allows banks to sell such credits out in the secondary market.

A Belgian credit can be sold out in the short-term loan market, for example, at or around Libor, allowing banks to pocket the margin and see the loan off their balance sheet. That can substantially boost overall return on capital.

Particularly important in this respect are US accounting rules which make it possible to remove from country lending-limit totals any loan that is actually sold on. However this is not possible for a credit commitment such as an underwriting position in a Euronote facility. Moreover, when such deals are sold on, the front-end fees can be added immediately in full to earnings rather than amortised gradually over the credit's life.

Both the Belgian credit and the deal for Standard Life are likely to be fully drawn, and bankers believe the prospect of being able to sell them down is one reason why the margins are likely to turn out so low. But rate-cutting to these levels is still likely to prove a controversial move.

None the less, terms on other deals reaching the market remain fine. Such was the case with Sweden's proposals to halve its \$4m facility and renegotiate the remainder announced on Thursday. Initial market verdict was that the new terms, involving a commitment fee of 5 basis points rising later to 8 1/2 points, are tight but manageable. Even Thailand is now paying 10 basis points as a facility fee on the \$500m 10-year deal mandated on Friday to Chase, Chemical, Industrial Bank of Japan, and Lloyds.

Elsewhere, Norway's Christiania Bank has appointed Citicorp, Merrill Lynch, Morgan Stanley and PK Christians (UK) as dealers on a \$300m Euro-commercial paper programme.

Bankers devise novel ways to tempt investors

BORROWERS are in a dilemma, writes Maggie Urry in London. The Eurodollar fixed-rate market is not in good enough shape to welcome with open arms straightforward issues, particularly if priced to suit the issuer.

But many big borrowers believe that interest rates are now at a low point, which they want to lock into, or they have large borrowing programmes that they must keep rolling.

The answer is to add something fancy to a deal to tempt investors who are currently selective about buying bonds. That gives the investment bankers a chance to show just how clever they can be in devising new structures.

Morgan Stanley came up with an idea that many agreed was smart. Some borrowers are in the position of wanting to refinance existing high-coupon issues at today's lower rates but do not have call options on the earlier issues until later. They may think rates will be higher again by the time they can call the issues.

Morgan Stanley worked out a way of issuing warrants now that have the effect of cutting the cost of the interest on the older deals and giving the possibility of substituting them for new, cheaper bonds when they become callable. Two borrowers, Nederlandse Gasunie (Nedgas) and Dutch State Mines (DSM), took advantage of the idea and bankers were combing through the lists to find more borrowers in a similar position.

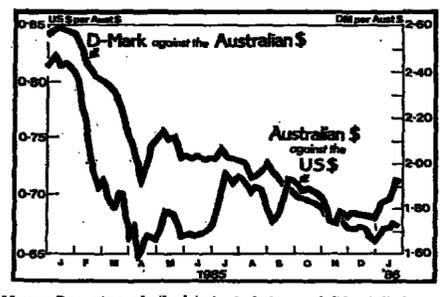
DSM, for example, has an outstanding issue of \$150m 11 1/2 per cent bonds maturing in 1991 and callable from March 1988 starting at 101. It might have been able to launch a five-year issue now with a coupon of 9 1/2 per cent. Instead it issued 150,000 warrants at \$35 each, raising \$5.25m. They cannot be exercised for the first two years, while the earlier bond cannot be called, but pay interest of 8 3/4 during this time. Thus investors receive an income slightly higher than they would have expected from a bond issued now.

The warrants can then be used to buy a 10 1/2 per cent bond maturing in 1991, a lower coupon than the existing issue, but a higher one than a theoretical new issue. By then, the old deal will be callable, so DSM's total outstanding debt need not increase.

If, in 1988, warrant-holders look like exercising their warrants, the borrower can call the old bond and issue the new, cheaper one. If they do not exercise them, DSM will keep the warrant proceeds less the interest on them to bring down their overall cost.

The only criticism was that DSM is still locking into quite a high refinancing rate compared with current interest rates. The warrants went well, Nedgas's trading well above the \$27 1/2 issue price, while DSM's were more muted, quoted just above the \$35 price.

Chrysler is another borrower with a problem. It needs to borrow a lot but has a poor name with investors and a BBB rating from Standard & Poor's. Bankers spend hours trying to devise ways of making its deals attractive to investors.



Morgan Guaranty made the latest attempt, bringing a four-year bond - thought to be a good maturity for such credit - with warrants into an eight-year non-callable bond - perhaps attractive to those who believe Chrysler is an improving credit.

The bond offered a yield margin above US Treasury paper of 184 basis points, taking the 1 1/4 per cent fees into account. They were trading just within that discount. The warrants, priced at \$25, buy into a 10 1/2 per cent bond. Warrant holders who do not exercise them can ask for redemption of the warrants at a price of \$17 during years five to eight, and then at \$25 at maturity. They were trading at around \$34.

Den norske Creditbank decided not to do anything fancy but just issue some plain warrants with a three-year life exercisable into a 10-year bond paying 9 1/2 per cent. Credit Suisse First Boston handled the deal alone and did not disclose an issue price. The warrants traded around \$17 1/4.

Friday also saw another 30-year issue from the World Bank. This \$200m issue will be fully fungible with the \$300m deal done in December. The coupon and maturity is the same but the issue price has risen.

The European Investment Bank is another leading borrower and is always on the lookout for pockets of investor demand to tap. It must have found a pretty specialised group to want to buy a bond paying a coupon every two years and with Nikko Securities (Europe) as lead manager, the guess was that the buyers would be Japanese, probably insurance companies that might be able to avoid paying tax on a bond that does not pay a coupon for a while, but meanwhile boosting their yield.

One thing a number of borrowers, especially the US corporates, have not realised is just how much spreads, the yield margins over US Treasuries, have widened. They know that they used to come on a spread of x basis points, and cannot believe that they should now expect to pay x + y. The state of competition among lead managers is such that many will still try to do deals on spreads that are now too tight, and the inevitable result is a poor reception for the bonds.

The floating-rate note market has been in a sorry state, as US bank paper has fallen sharply in the wake of poor results from BankAmerica. Prices have fallen as much as 50 basis points or, in rare cases, even more, with liquidity in the issues vanishing as market-makers refuse to take more paper on to their books.

The Euro-Australian dollar bond market has had another active week, and even in the US some borrowers such as Security Pacific and Safra have launched AS denominated paper. Investors believe that what goes down should go up again, and the currency has turned the corner this month. Add the possibility of exchange gains to coupons above 14 per cent and the attractions are clear.

Even here, though, investors are choosy about the names they buy, and last week's deals were a mixed group. Support bids from lead managers can disguise the success of an issue in the grey market.

In the D-Mark market, investors last week got their first chance this

year to buy good-name, well-priced, fixed-rate public issues. So, despite a fairly quiet time in the secondary market, the new issues met good demand.

The floater market may have a new test of its ability to take new paper if the European Community decides to go ahead with a deal expected today.

The Swiss franc foreign bond market has run out of steam as the weight of new issues has begun to slow the pace. Only one public issue was launched last week. Recent deals are still meeting a reasonable reception when they reach the stock market with Setra Paperboard's 15-year 5 1/2 per cent issue ending its first day at 99 on Friday, and the TNT equity-linked deal closing at its 101 issue price in Geneva. Today the Asian Development Bank's 30-year zero coupon issue is due to start trading.

Primary Market	Secondary Market	Other
US\$ 2,300.2	1,001.5	1,803.1
US\$ 2,791.9	61.1	35.0
Other 242.3	8.9	698.2
Prev 1,591.0	6.7	454.2
US\$ 22,115.4	307.5	13,385.6
Prev 19,000.7	1,001.5	14,033.1
Other 6,521.2	125.5	1,150.1
Prev 5,736.4	167.7	2,244.1
Eurodollar		
US\$	Other	Total
12,164.0	28,427.7	41,591.7
Prev 12,898.5	28,188.7	41,048.3
Other 9,912.2	6,075.0	13,857.2
Prev 9,234.9	5,737.4	12,962.5

Week to January 23 1986 Source: AFD

Crédit Suisse plans to expand activities in Germany

CRÉDIT SUISSE, third largest of the Swiss banks, will shortly streamline and extend its activities in West Germany where it has taken over two credit institutes within the last year, writes Jonathan Carr in Frankfurt.

The bank plans to merge its Bavarian and Frankfurt-based operations under the name Schweizerische Kreditanstalt (Deutschland) by the end of June. The headquarters will probably be in Frankfurt. It will also set up representative offices in Munich and Stuttgart, emphasising its aim to gain new business in the particularly dynamic economic region of South Germany.

This was announced in Frankfurt by Mr Robert Jeker, chief executive of Crédit Suisse, as the bank intro-

duced its bearer shares for the first time to the Frankfurt bourse.

Mr Jeker and other senior executives revealed that in the nine months to end-1985 the Crédit Suisse group in Germany had raised total assets by 9.7 per cent to DM 3.4bn (\$1.25bn), and had boosted the number of employees by 10.9 per cent to 480. It now employs more people in Germany than

in any other country outside Switzerland.

Crédit Suisse became the first of the major Swiss banks to establish an offshoot in West Germany when it took over Grundig Bank, based in Furtch, Bavaria, early last year.

Originally Crédit Suisse planned to penetrate the key financial centre of Frankfurt via an office to be established there by the Bavarian

institute. But in the meantime Effektenbank Warburg in Frankfurt became available for sale and Crédit Suisse bought it with effect from last May.

The Frankfurt bank was renamed CSFB-Effektenbank - undecided that the group's dynamic London-based Eurobond issuing house, Credit Suisse First Boston, also has a stake in the firm.

CSFB-Effektenbank was quick to take advantage of the Bundesbank's steps last year to liberalise the German capital market. It has already acted as lead-manager for D-Mark Eurobond issues.

This capital market business alone will continue to be handled under the name CSFB-Effektenbank, even after the general change of name by mid-year.

This announcement appears as a matter of record only.

SAS

Scandinavian Airlines System

DENMARK NORWAY SWEDEN

SFr. 200,000,000

5 3/4% Subordinated Bonds 1986ff

<p>Citicorp Investment Bank (Switzerland)</p> <p>Banque Scandinave en Suisse</p> <p>Banca del Gottardo</p> <p>Bank Heusser & Cie. AG</p> <p>Bank in Liechtenstein Aktiengesellschaft</p> <p>Banque Kleinwort Benson SA</p> <p>Manufacturers Hanover (Suisse) S.A.</p> <p>Morgan Guaranty (Switzerland) Ltd.</p> <p>Soditic S.A.</p> <p>Chase Manhattan Bank (Switzerland)</p> <p>Chemical Bank (Suisse)</p> <p>Credit Lyonnais Finanz AG Zürich</p> <p>First Chicago S.A.</p> <p>Nomura (Switzerland) Ltd.</p> <p>The Royal Bank of Canada (Suisse)</p> <p>Wirtschafts- und Privatbank</p>	<p>Kredietbank (Suisse) S.A.</p> <p>Nordfinanz-Bank Zürich</p> <p>Clariden Bank</p> <p>Lloyds Bank International Ltd.</p> <p>Amro Bank und Finanz</p> <p>Banque CIAL (Schweiz)</p> <p>— Crédit Industriel d'Alsace et de Lorraine AG —</p> <p>Armand von Ernst & Cie. AG</p> <p>Banco di Roma per la Svizzera</p> <p>Banque Générale du Luxembourg (Suisse) S.A.</p> <p>Banque Indosuez, Succursales de Suisse</p> <p>Banque Morgan Grenfell en Suisse S.A.</p> <p>Caisse d'Epargne du Valais</p> <p>Fuji Bank (Schweiz) AG</p> <p>Gewerbekbank Baden</p> <p>Handelsfinanz-Mittelbank</p> <p>Hypothekar- und Handelsbank Winterthur</p> <p>Maerki, Baumann & Co. AG</p> <p>Sparkasse Schwyz</p>
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January, 1986

CITICORP INVESTMENT BANK

£100,000,000

Ferrovie dello Stato

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21st October, 1985 All of these securities have been sold. This announcement appears as a matter of record only.

INTERNATIONAL CAPITAL MARKETS

US MONEY AND CREDIT

Cross-currents leave traders all at sea

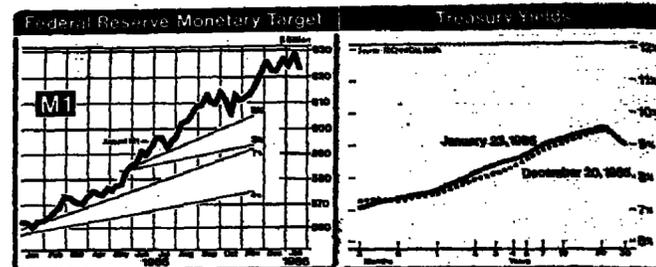
THE US credit markets were swept by strong cross-currents last week, including a mixed bag of economic statistics and the sharp drop in oil prices, which generated more confusion in the financial markets.

US MONEY MARKET RATES (%) table with columns for instrument type (Fed Funds, Treasury bills, etc.), last week rate, and 12-month high/low.

However, this disappointment soon gave way to confusion as the markets attempted to assess the impact of the plunge in oil prices triggered by the supply glut.

prices is generally viewed as a longer term positive stimulus for real economic growth—and a further inflation dampener helping to offset the impact of a weaker dollar—its impact in the short-term is less clear.

Most of Wall Street's senior economists believe that the prospect of somewhat stronger economic growth coupled with the more immediate evidence of renewed economic momentum and a new weakening in the dollar should provide the Fed with good reasons to hold steady for the moment.



inflation is speeding up and that the economy is overheating," says Philip Braverman of Briggs & Brigg.

For the moment, however, the Fed appears determined to leave any interest rate initiative up to its Western partners as was evidenced in a speech last week by Mr. Gerald Corrigan of the New York Fed.

market actions also suggest no basic change in policy stance. Last week's aggressive open market operations successfully contained seasonal upward pressure on the Fed funds rate.

FT/AIBD INTERNATIONAL BOND SERVICE

Large table listing international bond services with columns for country (US Dollar, Japanese Yen, etc.), instrument type, and various financial metrics.

UK GILTS

AT THE start of last week a rise in base lending rates seemed to many the next best thing to inevitable.

UK Gilts table listing various government securities with columns for instrument type, price, and yield.

Political and oil price doubts cloud market

Whether or not the Government has lowered its target range for sterling, brokers are growing more relaxed about the chances of holding to inflation targets with a cheaper pound.

without a tap in the index-linked sector but some brokers believe the Bank has had to buy back stock and could be a seller again this week.

CANADIAN DOLLAR

ANNEAL 12.91 50 100% -1 11.67

Table listing Canadian dollar instruments with columns for instrument type, price, and yield.

ECU STRAIGHTS

Table listing ECU straight instruments with columns for instrument type, price, and yield.

AUSTRALIAN DOLLAR

Table listing Australian dollar instruments with columns for instrument type, price, and yield.

STRAIGHTS

Table listing various international straight instruments with columns for instrument type, price, and yield.

WARRANTS

Table listing various warrants with columns for instrument type, price, and yield.

CONVERTIBLE BONDS

Table listing various convertible bonds with columns for instrument type, price, and yield.

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January 27, 1986

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GUINNESS AND DISTILLERS. A STROKE OF GENIUS.

Last Monday morning, we announced an agreed offer for The Distillers Company plc.

We would like to explain the motive behind this move.

There is a rare compatibility between our two companies.

We are both custodians of enduring drink brands.

We are both dedicated to building and exporting those brands all over the world.

And we have both developed strong international sales networks to help us do so.

Why should we join forces?

Well, like the car industry of today, the worldwide drinks business of tomorrow will be a battle of giants.

With Distillers we will be of a size to compete with the 'big boys' from the USA, Canada, the Continent and Japan.

It is not simply a case of Guinness being good for Distillers, but a case of the joint enterprise being good for Britain.

GUINNESS PLC

INTERNATIONAL CAPITAL MARKETS AND COMPANIES

CORPORATE FINANCE

Testing time on Wall Street for Murdoch

MR RUPERT MURDOCH'S show-down with UK print unions is likely to cause some nervous tremors on Wall Street, where more than 200 institutions and wealthy investors will soon have to decide whether they will back his \$1.5bn plan to challenge the big three US television networks with his new Fox TV network.

The possibility that he may face a prolonged industrial dispute in the UK, the major profit contributor in his worldwide media empire, could threaten his efforts to win Wall Street backing for his ambitious plan to break into US television.

It is almost nine months since the Australian-born publishing entrepreneur announced plans to buy six US TV stations from Metromedia, but it was only last week that the full financial details became available in a 470-page filing with the Securities and Exchange Commission (SEC) which underscores the risks of Mr Murdoch's latest project.

The broad outline of the proposed financing package has been known for some time. Mr Murdoch has inherited some \$1.45bn of high risk Metromedia securities, commonly referred to as "junk" bonds which he hopes to swap for \$1.5bn of his own "junk" paper — increasing rate exchangeable guaranteed preferred stock in Fox TV.

Interest rates on the Murdoch paper rise from 13 per cent in year one to 15 per cent in year three. To sweeten the deal, Mr Murdoch has promised that if the securities have not been redeemed by 1989, holders will be issued with fractional rights to purchase common shares in News Corporation, his Australian master company.

In addition, there is provision for a standby US public offering of Fox TV preferred stock, in case the Metromedia bond holders fail to take up all the \$1.15bn. The securities will be traded on the American Stock Exchange.

News Corporation has already arranged a \$670m bank loan, and this is being used to finance the rest of the purchase price and provide some extra working capital for Fox TV.

So far, so good. But what happens after Mr Murdoch takes control? In 1985 Metromedia Broadcasting had an estimated operating cash-flow of \$143.9m and while this just about covered the \$132.3m of current interest payments, the group is not earning enough money to begin making the \$160m a year repayments on the \$960m of senior notes which begin falling due in less than two years.

The purpose of Mr Murdoch's re-financing package is to cut the financing costs but, even so, it is clear that News Corporation will have its work cut out to keep its head above water.

On a pro forma basis News Corporation's earnings in its last financial year to end June 1985, and in the first quarter of its current year, would not have been sufficient to meet the payments on the new Fox preferred stock.

According to the SEC filing, News Corporation would have had a net loss of \$220.9m (US\$158m) in 1984-85, compared with its reported AS143.7m net income available

for common shareholders.

Based on Australian accounting principles the acquisition does not lead to any significant change in News Corporation's highly leveraged balance sheet. Long-term debt rises from AS1.12bn at end-September 1985 to AS2.57bn, while stockholders equity rises from AS1.33bn to AS2.96bn on a pro forma basis.

However, if News Corporation's balance sheet is reworked using US accounting principles the result looks very different. Stockholders equity remains unchanged at AS975m while long-term debt rises from AS1.95bn to AS4.34bn.

The main reason why the pro forma accounts show that News Corporation cannot cover the Fox preferred stock was heavy losses at Twentieth Century Fox, which supply much of the programming material for Fox TV.

The combination of a new management team and extensive cost cutting returned Fox Film to profit in its latest quarter, and News Corporation says that

as long as it does not have to cover any more substantial losses at Fox Film, it believes that it will be able to meet its Fox TV preferred stock obligations.

A second, and more immediate, problem for Mr Murdoch is the tax treatment of the new Fox preferred stock he is preparing to issue. News Corporation wants to treat it as debt but has warned that the US tax authorities could well disagree. This could adversely affect the cash-flow and willingness of existing Metromedia bondholders to opt for Fox paper rather than cash.

Mr Murdoch no doubt believes that the time is ripe to challenge the UK print unions, but if the dispute drags it could undermine financial support for his US adventure.

It will not have escaped the attention of Wall Street's "junk" bond specialists that well over half of News Corporation's operating profits in the latest three months came from the UK.

William Hall

Texaco accounts may be qualified

BY WILLIAM HALL IN NEW YORK

TEXACO, the US oil giant, increased its net income in 1985 by 15 per cent to \$1.23bn, but this figure does not include provision for the \$1.1bn damages award against the company resulting from its 1984 takeover battle for Getty Oil. As a result the company's 1985 accounts might have to be qualified.

Texaco, which threatened to file for bankruptcy if it was forced to

pay the full amount, says it did not make any provisions because the ultimate outcome of the litigation "is not presently determinable." As a result, Arthur Andersen, the company's auditors, has advised Texaco that their opinion may state that "the fair representation of Texaco's financial statements will be subject to the effect of adjustments, if any, that might have been required if

the outcome of the litigation had been known."

Shell Oil, the US subsidiary of Royal Dutch/Shell, showed a 7.4 per cent decline in earnings last year to \$1.65bn, although in the final quarter net profits were up 12 per cent to \$523m, writes Terry Dodsworth in New York.

Revenues amounted to \$20.5bn for the year against \$20.9bn in 1984.

NEW INTERNATIONAL BOND ISSUES

Denomination	Amount in \$m	Maturity	Av. life years	Coupon %	Price	Book Runner	Other yield %
U.S. DOLLARS							
Shellbank Corp. 7 1/2	120	1991	5	4 3/4	100	Dainoff (Europe)	4.750
Texaco Chemical 7 1/2	30	1991	5	4 3/4	100	Nikola Sacc. (Europe)	4.875
W.R. Grace 8	250	2001	15	7	100	CSFB	7.800
Bank of Montreal	150	1993	7	8 1/4	100	CSFB	9.125
TRW Inc.	100	1993	7	9 3/4	100	Morgan Guaranty	9.750
Windsor Lytech	200	1988	3	8	100 1/2	Windsor Lytech	8.882
SEC	150	1991	5	6 1/2	100 1/2	Chicago Inv. Bank	8.593
First Interstate (a) (1)	50	1990	10	20 1/2	100	Nikola Sacc. (Europe)	8.211
GNAC	250	1991	5	3 1/2	100 1/2	Morgan Stanley	8.250
Westpac Banking (b)	100	1990	10	10	100 1/2	Morgan Stanley	8.250
Cityway	200	1989	10	10	100 1/2	Windsor Lytech	8.250
Belgian 7 1/2	400	1991	5	6 1/2	100.05	Salomon Brothers	-
Windsorfield Heavy Ind. 7	250	1991	5	(4 1/2)	100	Nikola Sacc. (Europe)	8.237
Australia (c)	200	1990	10	9 1/4	99.50	Morgan Stanley	8.232
Australia (c)	300	2006	20	9 1/4	98.25	Morgan Stanley	8.222
World Bank (d)	200	2016	30	8 1/4	101 1/4	Deutsche Bank	8.221
Cyprus (e)	100	1990	10	10 1/2	100 1/2	Morgan Guaranty	8.221
SR (e) (2)	200	1990	10	10 1/2	98.70	Nikola Sacc. (Europe)	8.190
AUSTRALIAN DOLLARS							
Bank of New S.	40	1991	5	14 1/4	100 1/2	CIBC	13.895
DSL Bank	40	1991	5	14 1/4	100 1/2	J.N. Schroder Wagg	14.104
SAS	50	1989	3	14 1/4	100 1/2	Morgan Stanley	13.981
Bank of New S.	50	1989	3	14 1/4	100 1/2	Goldman Sachs	14.191
D-MARKS							
DB	300	1990	10	3 1/2	100	Deutsche Bank	6.376
Bank of New S.	150	1990	10	4 1/2	100	Deutsche Bank	6.375
SBC Finance 7	200	1990	10	2 1/2	100	Schweizerischer Kredit	7.750
Bank of New S.	100	1993	7	(3 1/4)	100	BIF-Bank	6.375
DBT	200	1990	10	6 1/2	100	WestLB	6.375
Mitsubishi Heavy Ind. 5	200	1992	6	(2 1/4)	100	Deutsche Bank	6.375
SWISS FRANCS							
Nichols Corp. 7 1/2	100	1991	-	2 1/4	100	UBS	2.750
Gen. Occidentale	125	1990	-	(3 1/4)	100	Swiss Bank	-
Switzerland Inc. 5	100	1994	-	(5)	100	Lloyds Bank Int.	5.817
World Bank	250	2010	-	8 1/2	99 1/2	Credit Suisse	5.852
Credit Suisse	150	2001	-	5 1/2	100 1/2	Swiss Bank	5.877
Mitsubishi Materials 7 1/2	20	1991	-	5 1/4	99 1/4	UBS	5.208
UBS 7 1/2	100	1993	-	4 1/2	100	UBS	4.975
YEN							
Yoshida Corp. N.Sh.Wales	60	1993	7	8 1/2	100 1/2	Barney Phillips	8.601
GUINEAN FRANC							
Bank of New S.	50	1991	5	7	100	ABN	7.900
AS Products 7 1/2	100	1991	5	6 1/4	99 1/2	Auro	8.872
LUXEMBOURG FRANCS							
Christians Bank 7 1/2	300	1991	5	6	100	Rep. Paribas (Luxem.)	6.090
YEN							
Kabuto 7 1/2	200	1991	5	3	100	Yamichi Int. (Ext.)	3.000
Beneficial Corp.	100	1995	6	6 1/4	101	Yamichi Int. (Ext.)	6.593
Walt Disney	100	1990	10	6 1/4	100 1/2	BN of America Int.	6.585
Swedish Ex. Co.	10.100	1998	10	6 1/4	102	Nikola Sacc. (Europe)	6.248
Swedish Ex. Co. & Bank	100	1998	10	6 1/4	100	Deutsche Bank	6.225
Korea Exchange Bank	300	1995	10	8 1/2	98.70	Deutsche Bank	6.558

* Not yet priced. † Final terms. ** Private placement. † Floating rate note. † With equity warrants. † With bond warrants. † Dual currency. (a) 2 1/2% over the Libor. (b) Equal to the Libor. (c) Registered with US S.E.C. (d) Fungible with \$300m issue. (e) Bi-convert. Note: Yields are calculated on an AAR basis.

Jardine Matheson to buy US insurance group

BY DAVID DODWELL IN HONG KONG

HONG KONG-BASED Jardine Matheson Holdings has agreed to acquire Ematt and Chandler, the US insurance group, in a US\$61.9m deal intended to consolidate the group's place among the world's top insurance brokers.

The acquisition comes as the first concrete sign of recovery at Jardine after two embattled years marked by high debt, heavy provisions against extraordinary losses, and a programme of property and ship disposals. It also marks a dilution of the group's dependence on Hong Kong-based operations.

Jardine, a diversified group with interests in financial services, marketing, engineering and property, is to pay US\$19 in cash for each of the 3.2m shares in Ematt and Chandler.

Ematt will be merged with the Jardine insurance brokers group,

whose US subsidiary ranks as the country's 11th largest broker. Ematt and Chandler is ranked just behind Jardine's US subsidiary, and had revenues in 1985 of about US\$45m. Ematt's strong business providing insurance services to major US corporations is seen as complementary to Jardine's current US business.

Jardine's insurance business has expanded rapidly since 1978, when it did not rank among the world's top 80 insurance brokers. Since the rapid expansion in Europe and the US has been complemented by a collaboration agreement with C. Itoh, Japan's third largest trading house, and with the acquisition of Australian insurance brokers, to make Jardine the fourth-largest broker in Australia. The group said yesterday the new combined group would have revenues amounting to US\$170m, and would be the eighth largest insurance group in the world.

The acquisition is a measure of Jardine's recovery after three years dominated by disaster management in the wake of the 1982 collapse of the local property and stock markets.

The purchase in late 1980 of a strategic 36 per cent stake in Hongkong Land for HK\$36m effectively crippled the company. Hongkong Land went to the verge of bankruptcy in the property market collapse, and even now its share value is barely half that paid by Jardine in 1980. Hongkong Land has paid no dividends, and instead has cost Jardine dearly in its share of interest payments due on the property group's HK\$1.1bn debt.

Investments since 1980 in shipping, offshore oil, and property,

have also been acknowledged as mistaken and costly, and the group is in the process of disentangling itself from them. It is selling its fleet, which now consists of nine vessels compared with a peak of 35, and has disposed of properties in London, Hawaii and Hong Kong.

Jardine is expected to show a strong recovery from 1984 losses passing HK\$900m when it reveals 1985 results in March. Provisions against losses in oil operations and in shipping are still expected, but these have been offset by the extraordinary gains from property sales.

Its own debts have been trimmed hard - from HK\$4.7bn at the end of 1984 to perhaps half that figure at the end of 1985 - and as local interest rates have fallen, so the debt repayment burden has been lightened.

The drain into Hongkong Land has also eased as that group's debt costs have fallen, and as it edges back into profit. The US acquisition also reduces Jardine's dependence on Hong Kong, where it has one third of its affiliates, three quarters of its assets (most of these tied up in Hongkong Land) and about a half of its earning power.

Hong Kong commentators made no particular reference to this dilution yesterday - which may come as a relief to Jardine executives, who still remember keenly the outcry when the group moved its corporate domicile to Bermuda in the middle of 1984. This move was widely regarded as a vote of no confidence in Hong Kong's future at a time when secret Sino-British negotiations on the territory's future were in progress, and worries over the fate of the territory were acute.



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MORGAN GUARANTY TRUST COMPANY OF NEW YORK

October, 1985 This announcement appears as a matter of record only.

هكنا من الالعمل

Nothing
personal Argyll.
But we now
have a proposal
that we believe is
in the interest of
our shareholders.

Guinness will bring to the merger with Distillers the very attributes that Argyll lack.

They are more of an international company than Argyll.

They are steeped in the drinks business, not bred in the grocery trade.

They are experienced in marketing products at a premium price, as opposed to mainly discount retailing.

Most important of all, they have a long experience of the true value of

world famous brands. Since 1983, our new management team has set about reviving our company's fortunes.

With considerable success.

The merger with Guinness provides the opportunity to accelerate that revival as well as broaden our base at home and abroad.

We believe the Guinness merger will help us make more of our many assets, whereas Argyll's commercially illogical offer would put them at risk.

The Distillers Company plc.

This advertisement is published by The Distillers Company plc, whose directors (including those who have delegated detailed supervision of this advertisement) have taken all reasonable care to ensure that the facts stated and opinions expressed herein are fair and accurate. Each of the directors accepts responsibility accordingly.

RECENT ISSUES

UK COMPANY NEWS

Yarrow expects 96% profits jump to £3m

Yarrow, the engineering group fighting off a £18.5m takeover bid from Weir Group, its Glasgow neighbour, yesterday forecast its pre-tax profits would rise 96 per cent to £3m in the year ending June 1986.

Astra losses increase to £139,000 halfway

The loss at Astra Industrial Group, engaged in engineering, leisure activities and property, rose from £63,000 to £139,000 in the half year ended October 31, 1985, although turnover was ahead from £17m to £22.55m.

He says in the half year engineering turnover improved from £1.57m to £2.15m, as the new acquisitions made their mark. This Manufacturing £226,000 and Cresta Technology £238,000. The contribution was not as great as expected because of difficulties in the manufacture and fabrication of components, but Cresta made a significant contribution.

Newman Tonks

McKechnie Brothers, the plastic and non-ferrous metals group which last Thursday launched a £62m takeover bid for Newman Tonks Group, has increased its shareholding in Newman to between 9 and 10 per cent.

Guinness denial over sale of Bells

MR ERNEST SAUNDERS, chief executive of Guinness, yesterday firmly denied a press report that the merged Guinness/Distillers group would sell off the Scotch whisky subsidiary Arthur Bell & Sons, which Guinness acquired last year.

Real Time sees full year improvement

Continuing efforts to improve margins enabled USM concern Real Time Control to maintain first-half trading profits at £70,000, against £68,000. This was in spite of a reduction in turnover from £1.8m to £1.5m, following the elimination of some unprofitable activities.

F.T. Share Information

The following securities have been added to the Share Information Service: Avana Group (Section: Food, Groceries); Cowells (Paper, Printing and Advertising);

ASDA PROPERTY'S CANCELLED DEBENTURE ISSUE Hedging against the future

EARLY LAST Monday morning the Stock Exchange was notified of the first debenture of the year: a £8m issue from Asda Property. Unfortunately for Asda, it was a sorry day for the gilt market, and by mid afternoon, when the price was due to be fixed, a second notice was delivered to the Stock exchange—the issue had been cancelled.

SHARE STAKES

Changes in company share stakes announced over the past week include: Bredon and Cloud Hill Line Works — IEP Securities, a subsidiary of Industrial Equity, is entitled to 335,000 ordinary shares.

EQUITIES

Table with columns: Stock, Price, Change, etc. Lists various equities and their performance.

FIXED INTEREST STOCKS

Table with columns: Issue, Amount, Maturity, etc. Lists fixed interest stocks.

RIGHTS OFFERS

Table with columns: Issue, Amount, Maturity, etc. Lists rights offers.

PENDING DIVIDENDS

Table with columns: Date, Announcement, etc. Lists pending dividends.

FINANCIAL DIARY FOR THE WEEK

Large table listing financial events for the week, including company meetings, board meetings, and share information.

Advertisement for Daiwa Europe Limited, announcing FRN Desk services and floating rate notes.

Advertisement for Granville & Co. Limited, a member of the National Association of Security Dealers.

BOARD MEETINGS

Table listing board meetings for various companies.

BANK RETURN

Table showing banking department performance, including liabilities and assets.

ISSUE DEPARTMENT

Table showing issue department performance, including liabilities and assets.

FINANCIAL TIMES STOCK INDICES table showing various indices like Government Secs, Fixed Interest, etc.

Table listing U.S. \$100,000 ALLIED IRISH BANKS PLC and other financial details.

Advertisement for CITICORP U.S. \$350,000 Subordinated Floating Rate Notes.

Advertisement for CITICORP U.S. \$500,000 Subordinated Floating Rate Notes.

Handwritten Arabic text at the bottom of the page.

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26th January 1986



Argyll Group PLC
8 Chesterfield Hill
London W1X 7RG
Telephone 01-493 0808
Telex 24546

Dear Shareholder

The Argyll Bid for Distillers

As you know, we made a formal offer for The Distillers Company plc on 17th December 1985.

On 9th January 1986 the Secretary of State for Trade and Industry announced that, following consideration by the Office of Fair Trading of the issues involved, Argyll's offer would not be referred to the Monopolies and Mergers Commission.

On 20th January 1986 Distillers' directors capitulated to arguments that they needed new management by recommending acceptance of a bid from Guinness. It is reported that they have even agreed to meet the considerable expense of this proposed rescue.

On the same day, 20th January 1986, the Office of Fair Trading confirmed to Argyll, "There is no, repeat, no question of any bidder having been told at this time that any bid other than that by Argyll for Distillers would not be referred to the Monopolies and Mergers Commission for fuller investigation".

In other words, Guinness' bid has to be fully examined and may be referred to the Monopolies and Mergers Commission.

Meanwhile, Argyll's offer remains open for acceptance. It is the only bid which has been cleared by the Secretary of State.

Yours sincerely

James Gulliver
Chairman

Argyll. We can revive Distillers' spirits.

CONSTRUCTION CONTRACTS

Golf course for Sarawak

BALFOUR BEATTY CONSTRUCTION INTERNATIONAL has been awarded a US\$24m (£17m) contract to design and construct an 18 hole international golf course, some 280 resort houses, golf clubhouse, facilities and infrastructure for the Damai beach resort in Sarawak, east Malaysia. The contract has been placed by PPGS Resorts Sdn Bhd, a wholly owned subsidiary of the Sarawak Economic Development Corporation. Balfour Beatty will be working with local architects, Malaysian Associate Architects (MAA), an architectural practice in Malaysia, and the Robert Trent Jones II Group of America.

WILSON CONSTRUCTION, the building division of Wilson (Connolly) Holdings, has signed four contracts worth over £2.6m. Three of the contracts are residential and at just over £1m the largest is to build a 22-house mews court development at Munster Road, Fulham, for Urbane Developments. Wilson has also negotiated the second phase of Epsom Estates 75 one-bed flat development at Thurlow Park Road in Dulwich in Rugby, for the Borough Council, the Coventry office is building 31 elderly persons flats in a contract worth £685,000. The fourth contract, in Milton Keynes, is to build a 9,000 sq ft three-storey office block for Chapman Dunlop and Partners. Work has started on all four contracts and all are scheduled for completion in 1986.

Airport project for Wimpey

WIMPEY ASPHALT, a subsidiary of George Wimpey, has been awarded a £6m contract by the Ministry of International Transport, Government of Barbados, for the rehabilitation of the runway at Grantley Adams International Airport, Barbados. The work consists of excavation and reconstruction of the touch-down area, and releveling and resurfacing the whole of the runway using 47,000 tonnes of Marshall Asphalt. Associated works will include construction of hard shoulders through the length of the runway, grooving and runway markings, together with reconstruction and installation of new airfield lighting

facilities. Due for completion in August, the improvement work will be carried out during the night, between the hours of 11 pm and 7 am, to prevent disruption to aircraft movements. The southern region of **WIMPEY CONSTRUCTION UK** has been awarded a £4.29m contract by Enterland Estates to build a shopping complex, comprising superstore, to be occupied by Gateway Foodmarkets, and 10 shop units situated on each side of a pedestrian precinct, with a two-level car park, service yards and a clock tower. The development is to take place on the old college car park site

in Hawley Street, Margate. The superstore and shop units are to be built on a suspended deck of concrete waffle construction, supporting a steel-framed superstore and precast concrete upper floors. The lower car park and service yards are to be built on reinforced concrete slabs with walls and columns bearing on pile caps and driven piles. Roofing to all the perimeters is to be flat asphalt covered decks with mansard decks and aluminium cladding. Walls are faced in quality stock facing brick. The work, due for completion in December, also includes extensive landscaping, drainage and roadworks.

Major refurb in Glasgow

The Glasgow based **GA GROUP** has won a package of contract awards worth £12m. As part of the total, GA Management has been awarded a £4.6m management contract for the refurbishment of Glasgow's Sauchiehall Street shopping centre. Among the contracts awarded to GA Construction are: a £2m advanced factory development at Deans, South-West for the Livingston Development Corporation, alterations and additions to a factory unit at Gherlithes for the SSEB worth £1.6m, a £1.99m refurbishment of offices at Broombush Drive, Edinburgh, for the PSA. Awards to GA General Works include refurbishments to the Prince and Princess of Wales Hospice in Glasgow, the provision of new banking facilities for the Bank of Scotland at Waterloo Street, Glasgow, alterations and improvements to the public baths at Clydebank, and upgrading of ward 1 at Dumcroft Hospital.

W. C. HILTON & SONS has been awarded four contracts totalling in the region of £5m. They include: 72 dwellings (a redevelopment site) at Beaver Lane, Ashford, Kent, on behalf of the Ashford Borough Council, worth £2.25m; 40 high quality houses to be built at Nine Mile Road, Wokingham, Berkshire, on behalf of C.A.L.A. Homes (Southern) at a cost of £1.8m; a four-storey office block of around 15,000 sq ft at Queens Road, East Grinstead, Sussex, on behalf of Spicewood, part of the Grosvenor Square Properties Group, value £797,463; and construction of St Peter's Primary School, Ardingly, West Sussex.

£8m mixed batch for E Thomas

Contracts in the south west and Channel Islands worth more than £8m have been won by **E. THOMAS AND COMPANY**, part of the Mowlem group. The largest contract is at Whiddon Down, Devon, where a £2.25m sub-contract has been received for bridges and culverts for a new dualled section of the A30 being constructed by Wimpey Construction UK. The section will run from the existing dual carriageway west of Exeter to join the start of the proposed Okehampton bypass. The work comprises the building of a river bridge, six road overbridges, two farm access underbridges, two culverts and four Armo culverts. The work is due for completion in December.

Following the award of the demolition contract at Garras Wharf, Truro, E. Thomas has now been awarded a £940,000 contract for the construction of a single-storey warehouse and showroom for United Builders Merchants, together with site works, drainage and incoming services. The scheme will be completed on behalf of Norcor Investments and starts, shortly for completion in July.

The civil engineering department has been awarded a £504,000 contract from the same client to construct an enlarged roundabout and a new Link road to serve the Garras Wharf development area. A £775,500 contract has been placed for the construction of the shell, drainage and external works for a supermarket for Fine Fare at Bude. The client is Headway Construction Company. E. Thomas continues its association with South West Regional Hospital Association with a £472,000 contract to construct a

Shand Committed to Construction

Shand Ltd.
Shand House, Millbrook
Derbyshire DE4 3AF
Tel: (0623) 734441

£2m stores for Fleet

HUNTING GATE DESIGN & BUILD has secured a further £10m of new business. The projects include two central stores buildings for the North West Thames Regional Health Authority with a joint value of around £2.5m, an office development at Fleet for Whitcroft, a 24-bedroom hotel extension for Kingsmead Hotels at Wallingford and a fitting out contract for GEC General Signals at Borehamwood. Other work includes a manufacturing facility at Kenilworth Town, a development of luxury houses at Dollis Hill for OBA, and a supermarket and multi-storey car park at Lytham St Annes for Sateway Food Stores.

TAYLOR WOODROW CONSTRUCTION (SCOTLAND) of Glasgow, has received a contract, worth £458,000, from Honeywell Control Systems for refurbishment of part of its offices at Newhouse Industrial Estate, Motherwell. The contract calls for the design and management of the refurbishment and upgrading of external elevations.

UK NEWS Clayton Dewandre to seek radical labour pact at British plant

BY DAVID THOMAS, LABOUR STAFF

A US-owned company has put pay and conditions proposals to workers at its Lincoln plant similar to the give-back or buy-back deals which have taken place in the US.

Under these agreements pay is cut substantially and radical change made in conditions of employment in order to save jobs. These deals have been rare in Britain, however.

Clayton Dewandre, which makes brake systems for commercial vehicles and which is owned by American Standard, the diversified US group, says that it will close its Lincoln plant in Lincoln in the east of England unless its workers individually sign a new pay and conditions package.

The company wants to make some of its Lincoln workers, believed to be about 250, redundant in any case, but the remaining jobs, believed to number 400, depend on acceptance of the new terms.

The terms include:

- A new payment system which, the unions estimate, will lead to pay cuts of 10 to 20 per cent.
- Agreement that management will choose which individual workers to make redundant, overriding the traditional system of "last in, first out".
- Signing away of workers' rights to complain to an industrial tribunal about the redundancy arrangements.

• No industrial action by any employee until after a secret ballot of all employees.

• A single union deal with the engineering union, AUEW. At present seven unions are recognised in the plant.

The company has drawn up, with the help of lawyers, a 77-page employees' handbook, which sets out its new employment package. This requires complete flexibility, not just in the tasks performed by workers, but also in their place of work.

It says that employees must work at any of the company's establishments, or at any other place even if this results in the loss of status or pay or both. The company also has plants in Rugby, Portsmouth and Leeds.

The handbook says that the company may at its discretion alter the wages system, including payments for shift and overtime working. It also details grounds on which employees can be summarily dismissed, including refusing to be searched by a company representative and refusing to respond to a company request for a death certificate when asking for leave because of death in the immediate family.

The Lincoln workforce has voted to resist the measures. The company and unions are due to discuss them today.

Dried fruit importers to test EEC price rule

BY RAYMOND HUGHES, LAW COURTS CORRESPONDENT

THE VALIDITY of Common Market regulations imposing a minimum import price - and a penalty for undercutting - in respect of dried grapes from outside the Community is to be challenged in the European Court of Justice.

The National Dried Fruit Trade Association, which represents most UK dried fruit importers and distributors, complains that its members are suffering substantial and unnecessary inconvenience, loss and expense in complying with what it asserts is an unlawful system.

The UK is the world's largest dried fruit importer and by far the largest consumer in the EEC.

The association has started a High Court action against the Customs and Excise, which enforces the regulations in the UK, seeking a ruling that the regulations are unenforceable.

The High Court last week referred the matter to the European Court in Luxembourg for a preliminary ruling on the validity of the regulations under the Treaty of Rome.

The association's main attack is on a "countervailing charge" imposed by the Customs and Excise when imports are priced below the minimum import price (MIP).

Its complaint is that, until last September, the charge was a flat-rate one - about 20-25 per cent of the MIP - and was the same whether the import price was one penny or £1 below the MIP.

In September, the system was changed to introduce a sliding scale of charges, which the association still regards as "discriminatory".

It claims that the MIP itself has been fixed at an unjustifiably high level - often more than 50 per cent higher than the price of dried grapes from Greece, the only Community producer.

Importers are often faced with the choice of paying the countervailing charge or in some way arranging to increase the price agreed with the seller. The effect of the system, the association says, has been to subsidise third-country producers "by this unwarranted outflow of Community funds."

Importers are often faced with the choice of paying the countervailing charge or in some way arranging to increase the price agreed with the seller. The effect of the system, the association says, has been to subsidise third-country producers "by this unwarranted outflow of Community funds."

EEC's regional policies 'now more decentralised'

BY ANTHONY MORETON, REGIONAL AFFAIRS EDITOR

THE ADMINISTRATION of regional policy throughout the EEC has been increasingly decentralised in the last few years. The aim has been to improve the efficacy of regional policy and make it more relevant for encouraging indigenous investment by contrast with inward investment.

These conclusions are reached by Professor Kevin Allen and Mr Douglas Tull in the 1986 edition of *European Regional Incentives* published today.

The move towards more discretion in the administration of regional incentive schemes, introduced in Britain late in 1984, has also become more widely accepted throughout Europe.

The shift away from automatically weighted schemes is understandable, the authors state, in times of public spending constraints since mandatory grants are seen within government as giving rise to unnecessary windfall gains for companies which happen to be in the right place at the right time.

The book covers all 12 member states of the European Economic Community together with Sweden. The authors warn that, although the tide is flowing strongly in favour of discretionary assistance schemes, there are drawbacks.

European Regional Incentives: 1986 edition. Edited by Douglas Tull and Kevin Allen. From Centre for the Study of Public Policy, University of Strathclyde, Glasgow G1. Price: £30 paperback; £40 hardback.



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مكتبة التحويل

INTERNATIONAL APPOINTMENTS

Streicher takes over as Steyr director-general

BY PATRICK BLUM IN VIENNA

MR RUDOLF STREICHER has been appointed director-general of Steyr-Daimler-Puch, Austria's troubled motor, engineering and arms group, to replace Michael Malzacher, who announced last month that he would not seek reappointment when his contract ends next June.

Mr Streicher is currently director of Austria Metall, the state-owned metalurgical company. It has not yet been decided when he will take up his new position with Steyr, but a company spokesman said it would be in early March or in April. Mr Malzacher has had difficult relations with the company's works council at a time when further reductions in the workforce are to be made in accordance with rationalising plans. He has been asked to remain either to head or serve as a consultant to Steyr's military products division.

A majority shareholding in Steyr is held by Creditanstalt Bankverein, Austria's largest bank. Steyr has made losses in recent years partly as a result of the decline of the Western European bicycle and moped industry, through difficulties with some of its operations abroad and through the refusal in 1980 of an export licence to sell Kuerstler light

armoured tanks to Chile. In 1984, it made operating losses of Sch 255m (US\$170m) following similar losses in the previous year. Its sales have been declining, from Sch 15.14bn in 1983 to Sch 14.6bn in 1984. The deficit for 1985 is expected to be considerably higher, possibly reaching Sch 600m, according to industry analysts.

Last autumn the Government agreed to provide Steyr with Sch 2.6bn in subsidies to help it over its difficulties. Mr Streicher, who is regarded as a tough manager, is expected to accelerate the pace of internal reform and restructuring of the group.

Finance head for A&A

By Our Financial Staff

MR ROLF H. TOWE, senior vice president and chief financial officer of Alexander and Alexander Services (A&A), the international insurance brokerage and risk management firm, has been elected to the board. Mr Towe will also serve an A&A's executive committee and on its management executive committee.

Mr Towe, based in New York, joined A&A this year as chief financial officer. In addition to this he will take reports directly from A&A's legal and strategic planning departments. He recently moved to Alexander and Alexander from Union Carbide Corporation, the US chemical concern, where he was troubled by the Bhopal, India, gas leak, at which he was Treasurer.

Monsanto doubles top roles

BY DONALD MACLEAN

MONSANTO COMPANY, the St Louis-based concern with interests in chemicals, fibres, plastic and agriculture, has doubled two top management roles with the appointment of Mr Richard J. Mahoney, its chief executive, to replace Mr Louis Fernandez as chairman. Mr Mahoney, who is 52, will take over the chairmanship on the retirement of Mr Fernandez, 61, on April 1.

Monsanto announced on Friday that it suffered a 77.7 per cent drop in net income in 1985 to \$63m, associated with the financing costs of its \$2.6bn purchase last year of G. D. Searle, the US pharmaceuticals group, though net sales were steady, at some \$6.7bn.

Other factors affecting the performance, directors said, were adverse conditions in the US agricultural economy, in the semi-conductor industry, and the relatively high value of the dollar in the foreign exchange market. The company has also promoted Mr Francis J. Fitzgerald, corporate executive vice-president, and president of Monsanto Chemical Company to president

New president for Marietta

MARTIN MARIETTA, the Maryland-based aerospace and construction equipment company, has elected Mr Norman R. Augustine, aged 50, president and chief operating officer, with effect from April 1. Mr Augustine succeeds Mr Lawrence J. Adams who is retiring from these posts, though retaining a member of the board.

UK APPOINTMENTS

Trafalgar House shipping and hotels chief

Mr Alan Kennedy has been appointed a non-executive director of TRAFALGAR HOUSE. He will join the company as a full time executive director at the end of March and will be responsible for the group's shipping and hotel operations. Mr Kennedy is chief executive and deputy chairman of the Thomas Cook Group.

Sir Derek Palmer has been appointed to the board of UNITED NEWSPAPERS as a non-executive director. Sir Derek has been chairman of Bass since 1976, of Yorkshire Television since 1982 and Rush & Tompkins since 1984.

Mr Melford Bean has been appointed company secretary of REED EXECUTIVE. He continues as group solicitor.

Mr T. W. G. Ashdown has been appointed group deputy managing director of the LEEDS GROUP.

Mr Gordon Hodson, managing partner of Beachcroft, has been appointed to the board of M. & W. MACK as a non-executive director.

Mr Simon Bewley has been appointed to the board of BREWMAKER as director-international operations.

Mr J. G. Dobble, regional director of RECRUIT COLMAN, will replace Sir Michael Colman as group director of finance on May 1. The Earl of Granard, a non-executive director since 1978, is not seeking re-election and will therefore retire from the board at the next annual meeting.

Mr Paul Conboy, formerly of Hambros Bank, has joined D. C. GARDNER AND CO as director, human resource development.

Mr John D. Pumphrey has joined the ACKROYD AND ABBOTT Group as sales and marketing director.

Mr K. W. Boddington has been appointed to the main group board of MONO PUMPS. In this position he assumes responsibility for the group's MENCA (Middle East, North and Central Africa) division, as well as continuing as managing director of Mono Pumps (UK).

Mr George P. Csanay, Jr, president and chief operating officer of Riggs National Corporation, has resigned from the board of A. F. BANK. Mr Timothy C. Coughlin, president and chief operating officer of The Riggs National Bank of Washington, DC and Mr Lawrence I. Herbert, a director of The Riggs National Bank of Washington DC have joined the board of A. F. BANK.

Mr Stuart McKay has joined SWINDON GUIDEX as managing director of Guidex Limited. Mr Michael Culverwell has been appointed group marketing director and retains the position of managing director of Advance Stationery. He has also been appointed director of Swindon Textiles and Swindon Finepack, both member companies of Swindon Guidex.

F.T. CROSSWORD PUZZLE No. 5932

Crossword puzzle grid with numbers 1-29 and empty cells for letters.

- ACROSS: 1 One hat returned to City man, hardworking (8); 5 War Office floor covering includes bit of British beast (8); 9 Comment on the girl round the Gallery (8); 10 Diary spread showing congestion of events? (3-3); 12 Ring to change place of production (5); 13 Formerly, to put in black and white one's finances (9); 14 Introduction of safety lock is a restraining influence (6); 16 Vegetable that's about constant? That's one view? (7); 18 Roman General was a wasper, we hear? (7); 21 Sad ram slain in India? (8); 23 The actor's warm requirement for sandwich? (6, 3); 24 Cunning leg breaks embracing middle of ruin (5); 26 English girls excited about young fish? (6); 27 Get in touch about right agreement (8); 28 His cuts worried M.S.C. A breach? (6); 29 What vessel intended (sound) consignment (8)

WestLB advertisement for Eurobonds, DM Bonds, and Schuldscheine. Includes contact information for London and Hong Kong offices.

FT UNIT TRUST INFORMATION SERVICE

Large table listing various unit trusts and their performance metrics, including names like 'Aberdeen Fund Managers', 'British American Finance', etc.

AUTHORISED UNIT TRUSTS & INSURANCES

Main table listing various unit trusts and insurance companies with columns for company name, address, and financial data.

INSURANCES

Handwritten text at the bottom right corner of the page.

INSURANCE, OVERSEAS & MONEY FUNDS

Table listing various insurance and financial services, including Scottish Mutual Assurance Society, Sun Life of Canada, and others, with their respective details and contact information.

Table listing various insurance and financial services, including Sun Life of Canada, The English Trust Group, and others, with their respective details and contact information.

Table listing various insurance and financial services, including Sun Life of Canada, The English Trust Group, and others, with their respective details and contact information.

Table listing various insurance and financial services, including Sun Life of Canada, The English Trust Group, and others, with their respective details and contact information.

OFFSHORE AND OVERSEAS

Table listing offshore and overseas financial services, including Sun Alliance Insurance Group, and others, with their respective details and contact information.

OPTIONS

Table listing options and 3-month call rates, including various financial instruments and their current market values.

LONDON SHARE SERVICE

Table with columns: Stock, Price, Last, Bid, Offer, YTD, % Chg. Includes sections for BRITISH FUNDS, AMERICANS - Cont., and CANADIANS.

Table with columns: Stock, Price, Last, Bid, Offer, YTD, % Chg. Includes sections for OVER FIFTEEN YEARS, UNLISTED, and INDEX LINKED.

Table with columns: Stock, Price, Last, Bid, Offer, YTD, % Chg. Includes sections for INT. BANK AND GSEAS GOVT. STERLING ISSUES, CORPORATION LOANS, COMMONWEALTH & AFRICAN LOANS, and LOANS.

Table with columns: Stock, Price, Last, Bid, Offer, YTD, % Chg. Includes sections for PUBLIC BOARD AND INT., FOREIGN BONDS & RAILS, and AMERICANS.

Table with columns: Stock, Price, Last, Bid, Offer, YTD, % Chg. Includes sections for BUILDING, TIMBER, ROADS, DRAPERY & STORES - Cont., and ELECTRICALS.

Table with columns: Stock, Price, Last, Bid, Offer, YTD, % Chg. Includes sections for BUILDING, TIMBER, ROADS - Cont., DRAPERY & STORES - Cont., and ELECTRICALS.

Table with columns: Stock, Price, Last, Bid, Offer, YTD, % Chg. Includes sections for CHEMICALS, PLASTICS, and FOOD, GROCERIES, ETC.

Table with columns: Stock, Price, Last, Bid, Offer, YTD, % Chg. Includes sections for DRAPERY AND STORES, and FOOD, GROCERIES, ETC.

Table with columns: Stock, Price, Last, Bid, Offer, YTD, % Chg. Includes sections for BEERS, WINES & SPIRITS, and HOTELS AND CATERERS.

Table with columns: Stock, Price, Last, Bid, Offer, YTD, % Chg. Includes sections for BEERS, WINES & SPIRITS, and HOTELS AND CATERERS.

Table with columns: Stock, Price, Last, Bid, Offer, YTD, % Chg. Includes sections for ENGINEERING - Continued and INDUSTRIALS - Continued.

Table with columns: Stock, Price, Last, Bid, Offer, YTD, % Chg. Includes sections for ENGINEERING - Continued and INDUSTRIALS - Continued.

Handwritten text in Arabic script at the bottom of the page.

Financial Times Monday January 27 1986

INDUSTRIALS—Continued

Table of industrial stocks including Johnson & Johnson, Merck, and other pharmaceuticals, with columns for stock name, price, and volume.

LEISURE—Continued

Table of leisure-related stocks such as Leisure World, Leisure World East, and Leisure World West.

PROPERTY—Continued

Table of property-related stocks including various real estate investment trusts and companies.

INVESTMENT TRUSTS—Cont.

Table of investment trusts such as American Mutual, American Mutual Fund, and others.

FINANCE, LAND—Cont.

Table of finance and land-related stocks including various financial institutions and land trusts.

MOTORS, AIRCRAFT TRADES

Table of motor and aircraft trade stocks, including companies like Ford, General Motors, and Boeing.

Commercial Vehicles

Table of commercial vehicle stocks, including companies like Ford, GM, and Chrysler.

SHIPPING

Table of shipping stocks, including companies like American Lines, Cunard, and others.

OVERSEAS TRADERS

Table of overseas trader stocks, including companies like Anglo-Siam, Anglo-Texaco, and others.

PLANTATIONS

Table of plantation stocks, including companies like Anglo-Siam, Anglo-Texaco, and others.

NEWSPAPERS, PUBLISHERS

Table of newspaper and publisher stocks, including companies like News Corp, Time Warner, and others.

SHOES AND LEATHER

Table of shoe and leather stocks, including companies like Wolverine World Wide, and others.

SOUTH AFRICA

Table of South African stocks, including various mining and industrial companies.

TEXTILES

Table of textile stocks, including companies like Burlington Industries, and others.

TOBACCO

Table of tobacco stocks, including companies like American Tobacco, and others.

PAPER, PRINTING, ADVERTISING

Table of paper, printing, and advertising stocks, including companies like International Paper, and others.

PROPERTY

Table of property-related stocks, including various real estate investment trusts.

TRUSTS, FINANCE, LAND

Table of trusts, finance, and land-related stocks, including various financial institutions.

FINANCE, LAND, etc.

Table of finance, land, and other stocks, including various financial institutions.

MINES

Table of mining stocks, including various metal and coal mining companies.

INSURANCES

Table of insurance stocks, including companies like American International Group, and others.

PROPERTY

Table of property-related stocks, including various real estate investment trusts.

TRUSTS, FINANCE, LAND

Table of trusts, finance, and land-related stocks, including various financial institutions.

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FINANCE, LAND, etc.

Table of finance, land, and other stocks, including various financial institutions.

MINES

Table of mining stocks, including various metal and coal mining companies.

Notes section containing various financial and market-related information, including interest rates and exchange rates.

Additional notes and market commentary, including information about the publication and its content.

TECHNOLOGY

Warning of UK telecoms isolation

BRITAIN'S decision to allow competition in basic telecommunications services is unlikely to be followed by other European countries and may jeopardise efforts by the EEC Commission to co-ordinate national policies, according to a report by Logica, a leading UK computer services company.

It says the licensing of two rival UK telecommunications networks, operated by British Telecom and Mercury, runs directly counter to trends in the rest of Europe towards integration based on common standards and the development of advanced digital services.

"There is a danger that the UK may become isolated by its approach, particularly if, as seems quite likely, regulators decide to permit free entry to the market and further public telecommunications operators before the end of the decade," the report says.

While Britain has seized enthusiastically on US telecommunications deregulation as a model, other European countries have viewed the developments with suspicion and are wary of American Telephone and Telegraph as a lesson in what to avoid.

The report argues that while the US and Britain see telecommunications as a demand-led, most continental countries still see it as a supply-led and are basing their future strategies on the monopoly provision of advanced services.

Chief among these are Integrated Services Digital Networks, which combine voice and data on the same networks, and which Logica sees as the main driving force for greater European integration in the near-term.

The 460-page report includes detailed summaries of national telecommunications policies and the services available in 17 European countries.

European Communications Services Towards Integration, 534c, Logica, 64 Newman St, London W1A 4SE. Tel: 01-637 9111.

David Fishlock looks at collaboration on advanced computers in the U.S. and Britain
The West picks up Japanese challenge

BRITAIN and the US have responded differently to the challenge posed by the Japanese with their long-range research programme in quest of the fifth-generation computer.

Each response is novel for the nation concerned. But they share a common objective and a common desire to transfer the discoveries from laboratory to factory as swiftly and efficiently as possible.

The Japanese challenge presumes that a new generation of computers will emerge in the 1990s, to exceed those based successively on vacuum tubes (valves), transistors, integrated circuits (chips), and very large scale integration (VLSI) of microelectronic components.

It builds on earlier and evidently successful collaborations in "pre-competitive research"—research and development preceding any specification of a new product—between leading Japanese electronics companies, fostered by government, leading to new chips and VLSI.

MCC firmly denies it is developing a supercomputer. It cannot, under US anti-trust law

Test, the Institute for New Generation Computing Technology, was announced in 1981. Its laboratories in Tokyo have a block diagram of a conceptual fifth generation computer, at which its \$230m programme is aimed, planned up for inspiration. Test does software research in-house and contracts out the hardware research.

Both Western responses came in 1983. First, in January, was the US response, a company called Microelectronics and Computer Technology Corporation (MCC) of Austin, Texas, founded by a group of competing computer and high-techology firms which had agreed, for the first time in the US, to pool cash for a programme of pre-competitive research.

This research company develops tools and technology which may help its 21 shareholders develop their own fifth-generation computers and related products. Its research is unclassified—it has undertaken no government contracts. And the results are wholly

owned by MCC on behalf of its shareholders. MCC firmly denies it is developing a super computer. It cannot, under US anti-trust law. To survive at all it must tread gingerly here, but has been helped by legislation in 1984 which has also encouraged other research partnerships in the US (see below).

Its shareholders include Control Data (the chairman of which, William Norris, proposed the idea), Digital Equipment, Honeywell, NRC and Sperry among computer makers, and Bell Communication Research (Bellcore, part of the former Bell Labs), Boeing and Lockheed among other high-technology groups. But IBM is not among them, at least partly because of anti-trust worries, MCC says.

In contrast to this private-sector initiative which insists on keeping government at bay, Britain's Alvey directorate was born of a Government inquiry headed by Mr John Alvey, which recommended a national programme with substantial government support.

Alvey has the backing of three government departments, Defence, Trade and Industry, and Education and Science via the Science and Engineering Research Council (SERC).

Alvey is co-ordinating a programme of pre-competitive research, involving 60 companies, some foreign-owned such as Philips and IBM—46 universities and polytechnics, and five national laboratories.

It has no laboratories of its own. Its research is spread nationwide, managed by more than 100 consortia—groupings of academic and industrial research teams, each allocated a piece of a grand plan to produce supercomputers.

Alvey has no anti-trust problems. It aims to assemble four large demonstrators, designed to act as a spur and a pull-through for the technologies, as Brian Oakley, its director, says. They are intended as prototypes of systems that could open large markets for Britain in the 1990s.

HOW THEY COMPARE

1. Very large scale integration (VLSI): 1-micro geometries or less.

2. Software engineering.

3. Intelligent knowledge-based systems (KBS).

4. Man-machine interfaces (MMI).

5. Systems architecture.

6. Large demonstrators (prototype fifth-generation computers).

7. Infrastructure and communications.

1. Computer-aided design for VLSI (today's project): aims to permit teams of professionals to design a 1-micro chip in less than a month.

2. Software engineering: Green-year project to improve productivity of large-scale development.

3. Packaging (today's project): is automatically assembling 1-micro chips.

4. Systems architecture: C/D-year project seeking big leaps in all aspects of computing.

search should also follow Alvey in having a programme of demonstrator projects.

Apart from the demonstrators, MCC and Alvey have similar research programmes; not surprisingly since they are essentially "enabling" programmes (see chart).

MCC's shareholders can choose which of the four projects they wish to back, from one to all four, then share the expense equally with other participants.

Alvey's consortia are designed to bring large and small companies and academic teams together in projects. About half the 60 companies are small and

not commercial competitors. MCC's approach is to manage a central laboratory for long-range research, expected to take between six and 10 years, on behalf of shareholders who may be competitors. It was chartered in August 1982, but not until December that year did the US Justice Department give its (heavily qualified) approval.

Debate about the legality of co-operative research between rival companies continued for nearly two years. In October, 1984, the Co-operative Research Act was signed by President Reagan.

each consortium averages four partners. Mr Oakley claims it is clear that the Alvey programme has succeeded in its objective of being co-operative. About 85 per cent of consortia include an academic partner.

In association with Alvey, co-operative research clubs have also sprung up, focusing on longer-term collaboration than Alvey's five-year programme, in areas such as VLSI, software reliability and intelligent knowledge-based systems (KBS). They widen membership beyond the consortia themselves and are expected to survive beyond Alvey.

MCC has kept 97 per cent of its research in-house, in laboratories just outside Austin, where it has recruited a team of 300 led by Admiral Bobby Ingram. MCC spent \$50m (about £36m) last year, and has a research budget of \$65m this year.

From the start, Admiral Ingram recognised that a company without a definitive product could succeed only if its shareholders were seen to be using its technology.

Whereas Alvey relies on a passive process of technology transfer arising from the close association of disparate approaches to research—big company, small company, academic—MCC is taking more active measures.

Each shareholder has designated a scientist as its liaison employee on MCC's staff. He spends only 70 per cent of his time on research and the rest building the interface between MCC and the shareholder.

It is his job to see that the shareholder, who is paying his salary, gets equal rights in all

the research for which he is helping to pay.

A common thread throughout MCC's research is its experiments in packaging and transferring technology out of its laboratories. The preferred package is expected to differ from programme to programme. The first technology transfers to its shareholders are likely this year. In the form of software for computerised design.

Universities are tied into the Alvey programme, but at arm's length, as consultants. Its university affiliates programme has signed up 17 so far. It also plans to build a research centre on the campus of Texas University, Austin.

One basic criticism of the Alvey programme has been that it should focus more on specific applications and not just providing participants with enabling technologies. Mr Oakley says that such a programme is incompatible with government policy.

But he accepts that problems and errors have arisen, for

Everyone knows that a hint of collusion could bring policing by government or, worse, by competitors

example in estimates of the time and effort needed to forge agreements and start funding his consortia. He now believes his directorate should have given its collaborators more help. "To our surprise it turned out that everyone was leaving," he says in his annual report.

He also admits he made a serious mistake in asking the Defence Ministry to administer the VLSI programme and SERC the academic grants. He wanted to minimise central effort and bind the Government agencies more tightly. He got "diversity of behaviour and quite inexcusable bureaucracy," MCC is living with a different problem—US anti-trust paranoia. It still has critics who allege that its motives are suspect, and must police its own activities carefully to make sure that critics find no evidence of trust-busting.

Bill Stotborg, in charge of MCC relations with the Government says: "The shareholders are very careful to walk that line and make sure that their employees walk that line."

How US is rewriting anti-trust laws

MCC has been acclaimed as the biggest co-operative research and development effort in the US. This is not true. The Electric Power Research Institute, with 500 members among electric power companies, has an income of nearly \$357m (\$265m) compared with \$65m for MCC. It uses this income to place research contracts worldwide, including some in the UK. The programme is managed from its headquarters in California.

The Institute's members, like those of other well-accepted US co-operative research bodies, including the Gas Research Institute, are

not commercial competitors. MCC's approach is to manage a central laboratory for long-range research, expected to take between six and 10 years, on behalf of shareholders who may be competitors. It was chartered in August 1982, but not until December that year did the US Justice Department give its (heavily qualified) approval.

Debate about the legality of co-operative research between rival companies continued for nearly two years. In October, 1984, the Co-operative Research Act was signed by President Reagan.

It defines the limits of a permissible joint research venture. This must stop short of any exchanges of cost, sales, productivity, prices, etc. or service that is not reasonably required to conduct the venture's R & D.

It must not provide products, processes or services. It must not make agreements relating to inventions or developments which have taken place outside the co-operation.

So far, more than 40 US industries have signalled their interest in forming research ventures similar to MCC, taking advantage of the

US Act. A software productivity corporation of 11 companies has recently been formed in Virginia. A bi-optic consortium of six companies has been organised by Battelle to do research in its laboratories.

Other proposals for co-operative research filed with the US Justice Department last year included five involving Bellcore with other parties (in one case Raeli) and a multi-national venture in using computers to improve productivity of manufacturing industry, which cites 38 European and 16 Japanese companies.

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A roller coaster to space

VISITORS to the Pleasure Beach, Blackpool, can experience some of the sensations of outer space on a new roller coaster which uses control systems made by Allen Bradley Industrial Automation, based in Milton Keynes.

The control hardware monitors the location of roller coaster vehicles.

The ride, the Space Invader, simulates a space journey and subjects passengers to effects such as mock space battles and an asteroid shower.

In a manner similar to railway signalling systems, the equipment controls braking and ensures that vehicles travel at no more than a preset speed and do not bump into each other.

Carbon-carbon investigation

ROHR INDUSTRIES of Chula Vista, California, has set up a laboratory to examine applications of new carbon materials in the aerospace industry.

The work will investigate so-called carbon-carbon composites, graphite structures reinforced with strands of carbon. The material can be used in devices such as aircraft and engine parts and as rocket jet engines.

Another promising application for the substance, which combines lightness with being extremely tough, is in leading edges of wings in aircraft that need to withstand high stress and heat.

Air-cooler

ANCON of Cheltenham is selling a new type of air-cooling system to ensure that hardware such as computers and radio transmitters is kept at low temperatures. The system includes sensors that monitor air flow.

Company Notices

Société Nationale des Chemins de Fer Belges (S.N.C.B.)

Nationale Maatschappij der Belgische Spoorwegen (N.M.B.S.)

US\$ 75,000,000 Floating Rate Notes due 1991

guaranteed by The Kingdom of Belgium

(of which US\$ 50,000,000 is being issued as an Initial Tranche)

In accordance with the provisions of the Notes, notice is hereby given that for the initial interest period from January 23, 1986 to April 23, 1986 the Notes will carry an interest rate of 8 1/4% p.a.

The interest payable on the relevant interest payment date, April 23, 1986 against coupon no 1 will be US\$ 2,046.88 per Note of US\$ 100,000 nominal and US\$ 5,117.19 per Note of US\$ 250,000 nominal.

The Agent Bank
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SYRIAN ARAB REPUBLIC

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Sub. Base Lube oil complex project

General Company of Homs Refinery has extended the deadline for receiving offers for same sub. till March 15th, 1986.

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GENERAL COMPANY OF HOMS REFINERY

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Telex: HRC - 44104 - SY - Cable: Homs Refinery - Syria

Homs Refinery
Dr. M. K. Kartouf
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The Agent Bank
S.A. LUXEMBOURGEOISE

January 27, 1986.

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The Agent Bank
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January 27, 1986.

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BYE has notified the others because of a change in the Club's name. The Club's name is now "The Club" and the Club's address is 180, Regent St. W1, 01-224 0557.

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WORLD STOCK MARKETS

Indices

NEW YORK

Table of New York stock indices including Dow Jones Industrial Average, S&P 500, and various sector indices like NYSE Composite and NYSE Mid-Cap.

CANADA

Table of Canadian stock indices including Toronto 300, Montreal 100, and various sector indices like Canadian Industrial and Canadian Financial.

NEW YORK LISTED STOCKS

Table of New York listed stocks with columns for stock name, price, and change.

AUSTRIA

Table of Austrian stock indices including Vienna 100 and various sector indices.

GERMANY

Table of German stock indices including Frankfurt 300 and various sector indices.

DENMARK

Table of Danish stock indices including Copenhagen 200 and various sector indices.

SWITZERLAND

Table of Swiss stock indices including Zurich 200 and various sector indices.

FRANCE

Table of French stock indices including Paris 100 and various sector indices.

NETHERLANDS

Table of Dutch stock indices including Amsterdam 100 and various sector indices.

SWEDEN

Table of Swedish stock indices including Stockholm 100 and various sector indices.

SOUTH AFRICA

Table of South African stock indices including Johannesburg 100 and various sector indices.

HONG KONG

Table of Hong Kong stock indices including Hang Seng and various sector indices.

SINGAPORE

Table of Singapore stock indices including Straits Times and various sector indices.

SPAIN

Table of Spanish stock indices including Madrid 100 and various sector indices.

CANADA

Large table of Canadian stock listings including Toronto 300 components and Montreal 100 components.

OVER-THE-COUNTER

Table of over-the-counter stock listings with columns for stock name, price, and change.

Advertisement for Danish companies with the headline "What's special about these Danish companies?" and text describing ABN Bank Copenhagen Branch and other Danish firms.

Advertisement for the Financial Times European Edition with the headline "They are all regular readers of the FINANCIAL TIMES • European Edition" and contact information.

NYSE COMPOSITE CLOSING PRICES

Table of NYSE Composite Closing Prices for January 27, 1986. Columns include 12 Month High/Low, Stock Name, Price, and Change. Includes sub-sections for 'Continued from Page 30' and 'Over-the-Counter'.

AMEX COMPOSITE CLOSING PRICES

Table of AMEX Composite Closing Prices for January 27, 1986. Columns include 12 Month High/Low, Stock Name, Price, and Change.

OVER-THE-COUNTER

Table of Over-the-Counter closing prices for January 27, 1986. Columns include Stock Name, Price, and Change. Includes a detailed explanatory note at the bottom regarding data sources and methodologies.

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CURRENCIES, MONEY and CAPITAL MARKETS

FOREIGN EXCHANGES

Handle with care

By COLIN WILLIAMS

Last week will not be remembered as a particularly happy one for those who walk the corridors of power in the UK. The Government's problems over the Western dollar were a by-product of the rise in the pound...

£ IN NEW YORK

Table showing closing rates for £ in New York for Jan 24 and previous close.

The pound at record lows against the German currency. It is therefore sterling's general weakness, rather than its position in terms of the dollar, that is causing concern.

This nagging doubt about the general standard of political and economic management in Britain is at the heart of the Bank of England's problems over sterling and interest rates.

At this time last year there were accusations that the rise in interest rates was left too late.

CURRENCY MOVEMENTS

Table showing currency movements for Jan 24, including US Dollar, Canadian Dollar, etc.

OTHER CURRENCIES

Table showing other currencies like Argentina, Brazil, etc.

CURRENCY RATES

Table showing currency rates for various countries like Australia, Canada, etc.

POUND SPOT-FORWARD SPOT

Table showing pound spot and forward rates for various currencies.

FORWARD RATES AGAINST STERLING

Table showing forward rates against sterling for various currencies.

DOLLAR SPOT-FORWARD AGAINST DOLLAR

Table showing dollar spot and forward rates against dollar.

EMS EUROPEAN CURRENCY UNIT RATES

Table showing EMS European Currency Unit rates for various countries.

EURO-CURRENCY INTEREST RATES

Table showing Euro-currency interest rates for various currencies.

MONEY MARKETS

Embarrassing rate rise avoided

Dealers found it difficult to buy or sell money in the London money market last week, because of the high level of rumour and speculation. Volume continued at a good level in the three-month sterling contract on Liffe...

NEW YORK

Treasury Bills & Bonds: One month 6.74, Three month 6.88, Six month 7.06, One year 7.24, Two year 7.42, Three year 7.60, Four year 7.78, Five year 7.96, Seven year 8.14, Ten year 8.32, 30 year 8.50.

BANK OF ENGLAND TREASURY BILL TENDER

Table showing Bank of England Treasury Bill tender details for Jan 24 and Jan 17.

FT LONDON INTERBANK FIXING

Table showing FT London Interbank Fixing rates for various currencies.

LONDON MONEY RATES

Table showing London Money Rates for various currencies and terms.

WEEKLY CHANGE IN WORLD INTEREST RATES

Table showing weekly change in world interest rates for various locations like London, Tokyo, etc.

MONEY RATES

Table showing money rates for various currencies and terms.

CURRENCY FUTURES

Table showing currency futures for Pound and Liffe-Eurodollar options.

CHICAGO

Table showing Chicago market data including US Treasury Bonds and US Treasury Bills.

LIFE-EURODOLLAR OPTIONS

Table showing Life-Eurodollar options for various currencies.

LONDON

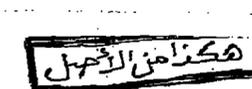
Table showing London market data including FT-SE 100 Index and 20 Year 12% National Gilt.

PHILADELPHIA

Table showing Philadelphia market data including Philadelphia 100 Index.

Advertisement for 10 per cent Treasury Stock 2003, including details on interest, payments, and terms.

Advertisement for U.S. \$350,000,000 New Zealand Floating Rate Notes Due 2001, including details on interest and terms.



Unlisted Securities Market

The pace of USM entry shows no signs of slackening and the diversity of business among those seeking a listing also bears witness to the strength the market has achieved

Rapid rise to maturity

By Lucy Kellaway

MATURITY is the word most commonly heard in the City to describe the Unlisted Securities Market as it enters its sixth year.

In its early days the market, which provides smaller companies with a source of equity capital and the opportunity to trade in their shares, was crowded with speculative oil exploration stocks and young high-tech companies, not all of which were of the highest investment quality. But since then the USM has grown up in all sorts of ways, the most obvious being its size.

During 1985 the number of companies quoted passed the 300 mark for the first time, and by the beginning of this year the market consisted of more than 340 companies with a combined worth of £3.5bn. At end of 1984 the head count was 270 and the capitalisation £2.9bn.

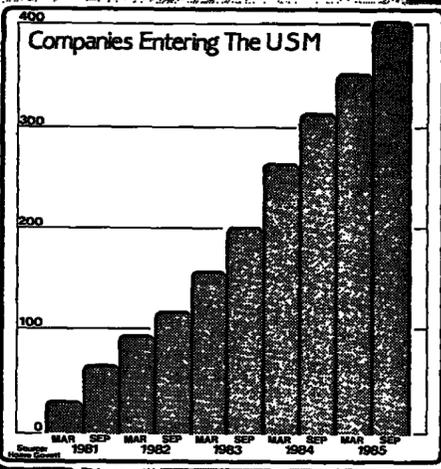
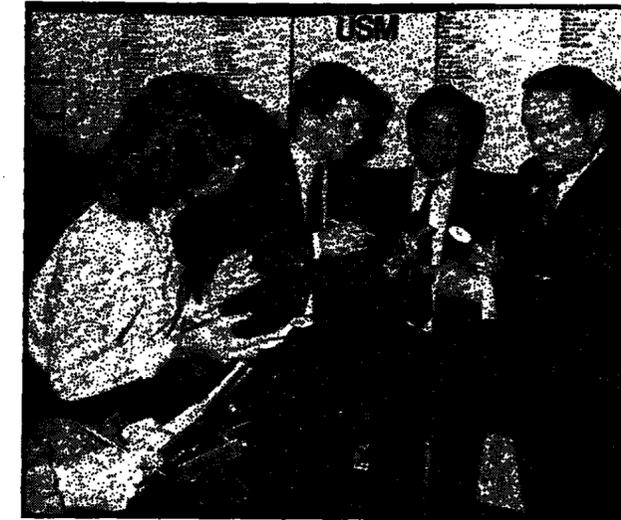
Three years ago most observers were predicting that the pace of USM entrants would have slackened by now, because most of these companies suitable and willing would have already secured their place on the market. This has not happened—last year about 100 companies joined the market, frac-

tionally more than in 1984.

There is no evidence that the quality of entrants is falling—indeed quite the reverse. There have only been two major disappointments in the past year: Sapphire Petroleum, the unpopularity of which was chiefly due to investors' general aversion to risky oil companies, and Consolidated Term, a Welsh property company where the commercial development programme fell behind schedule.

Meanwhile, the two most popular issues of the year were Cannon Street Investments—a casualty of the secondary banking crisis it returned to the market in July, with interests in laboratory equipment, Christmas hampers and plastic flower pots—and Bluebird Toys, the shares of which have been as popular with investors as its Big Yellow Teapot is with children.

The variety of the newcomers also speaks for the market's maturity. The USM's old dependence on oil and high-tech companies has gone, with less than a fifth of the latest entrants coming from these sectors. The market now attracts a wider spread of businesses, the interests of which include the likes of building, wallpaper,



videos, restaurants, insurance and plastic plumbing. Some patterns are emerging from the mixed bag of newcomers—in recent months the market has had a particularly large helping of food companies and an onslaught of peoples' businesses, creating two thriving USM sub-sectors.

The USM ceased to be a stags' paradise long ago, when immediate profits were almost guaranteed by buying any new issue. On the evidence of recent USM flotations, sponsors are getting better at pricing issues, while investors are becoming more careful in making their assessments of newcomers.

Among the 1985 entrant crop, a quarter attained a premium of over 15 per cent above the issue price after the first day of dealings. A similar number achieved such a small premium that the stag would have made a loss after paying his dealing

expenses. The outcome that sponsors aim for—a modest premium of between 5 and 15 per cent—was managed by one-third of last year's new issues, while the sponsors' nightmare—that the shares open at a discount to the issue price—came true for 12 per cent of the companies.

There is now little—if any—extra value attached to a company just because its shares are quoted on the USM. Average ratings have fallen to a level more or less on a par with those of the main market. Price earnings multiples on USM new issues of more than 17 have become something of a rarity, and multiples of over 20 almost unheard of.

However, a select and glamorous few can still hope to command giddy multiples on joining the market. F&B, for example, a sales promotion company which belongs in the

most fashionable corner of the trendy peoples' business industry, was floated successfully in July on a p/e ratio of 25.

Perhaps the most welcome fact of 1985 on the USM has been that companies are putting the market to better use than before: raising more money to expand their businesses, and making greater use of their shares for acquisitions.

Of the £200m raised by USM entrants last year, only £90m went into the pockets of existing shareholders, a lower percentage than in previous years. Meanwhile, USM companies had more rights issues than ever before, raising a record £118m against £67m in 1984.

Just as encouraging has been the spate of corporate activity on the market. USM companies made more than sixty acquisitions last year, many of which were for shares. In total, one in every five USM companies has at some stage made use of its

paper to make an acquisition.

One welcome effect of these trends has been to increase the market's free capital—that portion of the equity that is freely traded and not held by the company's directors.

At the end of last year, the amount of free capital was £1.3bn, nearly 40 per cent of the market's total capitalisation, six percentage points above that in 1984.

The takeover craze has also manifested itself in an unprecedented large number of USM companies being taken over. Indeed, of the 26 companies which left the market last year, more than half were carried away in the shopping baskets of larger groups. These numbers exclude a further dozen USM companies which were taken over last year, but whose quotes on the USM have not yet been cancelled.

In the meantime, the pace of companies moving up to the

main market has slowed, although this has mainly been a reaction to the "Yellow Book" which caused a dash for a full listing at the end of 1984 before its new regulations took effect.

Good for companies, perhaps, the USM is still not proving the happiest of places for investors. While USM jobbers report rising turnover in the market as a whole, the prices of individual shares remain alarmingly volatile, and 20 per cent price movements in the space of a week are not uncommon.

Companies are still able to shock the market into wiping up to 50 per cent off their market values by producing horrific results unexpectedly.

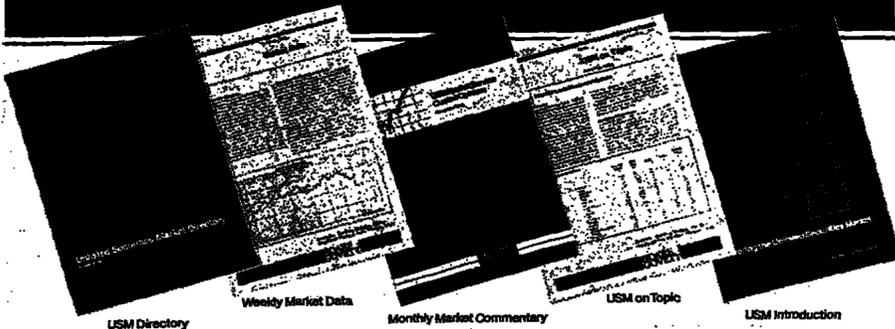
Microvitec and Fergabrook were among this year's shock

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Unlisted Securities Market 2

Criticism as expenses increase

The Costs of Entry

LUCY KELLAWAY

THE issue of USM entry costs is an emotional one. One of the main purposes of the USM was to create a market with entry costs low enough not to deter smaller companies from joining. Therefore each time costs are perceived to be rising, there is angry outcry.

After a brief period of stability, however, USM costs are on the increase again, rising at a faster rate than inflation. In a recent study of the market, Touche Ross, accountants, calculate that average USM entry costs rose by about 18 per cent last year, a real increase of about 5 per cent.

Costs as a proportion of the size of the company have also been rising. In the second half of last year companies paid on average 2.5 per cent of their market capitalisation in flotation expenses, compared to 2.3 per cent paid by those which joined the market in the first half of the year.

The increase in costs does not necessarily mean that professional advisers are charging more for the same services. Anecdotal evidence suggests that fewer flotations are being done by local firms of solicitors and accountants, and that City firms are getting an increasing share of the business.

This trend, and the accompanying rise in entry costs has been strongly criticised by some USM companies which claim to have been pressurised into using expensive City firms when local ones could have done the job equally well. The old boy network in the City is so strong, it is claimed, that any company that does not come to market with a list of established firms among its advisers may be penalised as a result.

While most companies do not take such a strong line, they are becoming on average less complacent about the quality of the job done by their professional

Some companies claim to have been pressurised into using costly City firms when local advisers would have done the job equally well. Even those that do not take this line are becoming less complacent about the quality of services offered.

advisers. According to a survey by Spicer and Pegler on the USM, the number of companies which claimed to be "very satisfied" by the job done by their sponsoring broker was only 34 per cent, compared to 59 per cent of those surveyed in 1983. The number which said that they were dissatisfied with their broker has risen over the last two years from 8 per cent to 9 per cent.

Some of the reason for the unrest may be costs. The survey concluded that over 40 per cent of the companies found that these were "significantly higher" than broker's initial estimates. This seems to have been more of a bone of contention than the price that the broker fixes for the shares. The number of companies horrified at the low price at which their company was floated has fallen from 15 to about 6 per cent of the total. Nearly 90 per cent of those asked were satisfied that the shares had been sold at about the right price.

While it is still cheaper to join the USM than the main market, the gap may be narrowing somewhat. Assuming that the same amount of money is raised, costs of getting a full listing are about one third higher than costs of joining the USM. An average full offer for sale, in which the company raises £2.5m, might cost about £320,000 on the main market, against around £250,000 on the USM. How much any company pays

depends on a variety of factors. To date, the most expensive flotation has been Synterials, which paid £15m to raise a record £30m on the USM, while Merrydown Wines secured a place on the market for a mere £3,000.

Such cases are exceptions, however. In general, a company joining by the cheapest route of an introduction (whereby no new money is raised, and when at least 10 per cent of the equity is already in public hands) could expect to pay between £50,000 and £100,000.

The middle route, taken by the majority of USM entrants, is a placing, possible when the value of a company is less than £15m, and when less than £3m is to be raised. A placing currently costs between £120,000 and £200,000.

A full public offer for sale is the most expensive route to a USM flotation, and would be likely to cost between £150,000 and £320,000 for a company raising about £3m.

There are two main reasons for the additional expense of the offer-for-sale method—advertising, and underwriting. The cost of underwriting the issue is usually about 13 to 14 per cent of the money raised, while the cost of advertising a full prospectus in a national newspaper is around £50,000.

Entry costs also vary enormously depending on who the sponsor is. Hiring a merchant bank as well as a stockbroker

will increase the charge somewhat (perhaps by about £25,000), and is probably not a justifiable expense for smaller companies not planning to make acquisitions.

County Bank, one of the most active merchant banks on the USM, argues that hiring a merchant bank may not be as expensive as is often made out. It claims the costs as a percentage of market capitalisation of the companies that it has brought to market have on average been slightly lower than the costs charged by some of the USM's leading stockbrokers.

Such a comparison may be slightly misleading, however, because the companies employing a merchant bank tend to be larger than average, and one would therefore expect to see a percentage of capitalisation to be lower.

Even if a company decides to shun the services of a merchant bank, there may still be a huge variation in the charges quoted by stockbrokers. For instance, Gibbon Lyons, a small printing ink manufacturer, which joined the market last year, conducted a "beauty parade" setting various brokers to bid for the business. The costs ranged from £50,000 to £120,000. The company plumped for the lowest estimate and claims to have been satisfied by the service given.

Comparative costs

Between full offer for sale raising £2.5m, and a £1.5m USM placing.

Sponsor	Costs in £'000s	
	Full Listing	USM
40-60	25-50	
Reporting	20-50	25-50
Salaries	20-50	25-50
Commission	50	5
Professional fees total	145-210	75-145
Advertising	110	3
Printing	20-55	13-15
Stock Exchange fee	4	1
Share registration	11	1-3
Grand total	296-370	95-170

Source: Arthur Andersen

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Rapid rise to market maturity

CONTINUED FROM PAGE ONE

disappointments. While some accidents are to be expected in a market that is as poorly researched as the USM, many of its companies still aggravate such tumbles by failing to give their advisers early warning when trading takes a sharp turn for the worse.

While some companies have plunged (last year 47 shares fell by more than half), and others have flown (14 companies saw their shares rise by more than 100 per cent), the market as a whole ended the year only 2 per cent higher than at the outset. From a starting value of 112, the Datastream USM index had struggled up to only 115 by the end of the year, while the main market rose by around 15 per cent.

The USM's true performance, however, is not quite as disheartening as the movement of its index implies. Had it not been for the calamity that befell the electronics sector, the picture would have looked quite different. Horace Covert has calculated that by stripping out all electronics shares, the index advanced last year by about 16 per cent—a fairly encouraging result.

The collapse of electronics shares was, nevertheless, a major feature of the year on both the USM and the main market. What by the end of

1984 seemed to have been a mishap in the home computer market, triggering a minor rethink about most of the extravagantly rated high-tech stocks, by last year became a major downward move that affected nearly every stock in the sector.

USM electronics stocks, which started from higher ratings had further to fall, and the USM electronics sector fell by nearly 50 per cent, while the sector on the main market dropped by only 25 per cent. A great success for USM companies including CPS, Cifer, CPS, Zyal and many others, all dis-

placed themselves by producing a swift rebirth.

The effect of the high-tech fallout has been to lessen the USM's dependence on electronics stocks. Their share of the market fell from more than 20 per cent to under 10 per cent during 1985.

Although the USM index ended the year little changed, its passage was anything but smooth. As has become its pattern, the main market fell steeply in the early summer months, dragging the USM down in its wake. While one would expect the USM to fare worse during a weak patch than the main mar-

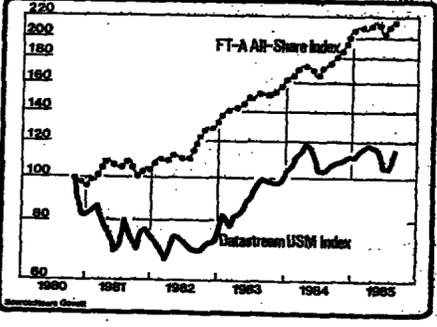
ket, a 20 per cent fall between the months of May and July in the USM index made the drop on the main market look like a hiccup.

The USM's early critics used to argue that the market would be wound out as the onset of the first bear market. While few hold that view now, the USM's resilience has yet to be put to a major test.

It is not the prospect of a bear market, however, that clouds the horizon for the USM over the next 12 months, so much as the impending City Revolution. While there has been much whistling over the likely effect of Big Bang on the USM, nobody really knows what to expect.

The main worry is that scrapping minimum commissions and introducing dual capacity dealing will concentrate market resources on larger companies, making dealings in shares of smaller ones more liquid at the best of times—dry up altogether. Alarmists think such a prospect will put off institutions from investing in the USM, leading to a fall in prices and deterring companies from joining the market.

Others take a far more sanguine view. They argue that, with most of the large share transactions already being matched by the sponsoring broker, and a small role already being played by the jobber, the effect of Big Bang may not be that revolutionary.



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مركز الأعمال

Unlisted Securities Market 3

Money Raised by USM Issues

Year	Qtr	Raised on Entry For Shareholders		Raised by Rights	
		£m	Company	£m	£m
1980	Q4	6.2	4.8	11.0	11.0
1981	Q1	8.5	1.4	2.2	2.2
	Q2	12.2	12.5	25.7	25.7
	Q3	2.2	11.9	5.6	17.4
1982	Q4	5.7	22.8	28.3	28.3
	Q1	2.6	4.1	6.1	28.1
	Q2	10.8	1.1	11.9	11.9
1983	Q3	15.1	26.3	35.4	1.6
	Q4	9.3	12.5	22.8	7.8
	Q1	1.6	7.0	8.6	3.0
1984	Q2	26.9	31.5	68.4	14.5
	Q3	13.2	35.6	48.9	7.1
	Q4	27.0	22.7	29.7	29.1
1985	Q1	21.9	28.1	47.0	15.0
	Q2	18.2	35.8	54.1	15.2
	Q3	15.8	11.4	27.2	9.7
1986	Q4	19.6	11.5	31.1	7.0
	Q1	12.0	17.1	29.1	41.2
	Q2	23.8	31.3	55.1	38.4
1987	Q3	21.9	39.6	52.5	21.5
	Q4	281.0	255.9	638.9	245.7

Total: 281.0 255.9 638.9 245.7 882.6

Source: Hoare Govett

Fewer graduates from the nursery last year

Moving to a Full Listing

RICHARD TOMKINS

WHEN the USM was founded in 1980, its prime function was to act as a market for the securities of companies which found the requirements of the main market too onerous.

A decision to opt for a quotation on the USM was not, however, intended to be final: it was always envisaged that one of the junior market's other main functions would be to act as a nursery for companies destined one day to find their way to the stock market proper.

It would be reasonable to expect, then, that as companies on the USM grew in number and gained in maturity, the rate of transition to the main market would gradually increase.

To some extent, this has happened. Until the end of 1981, there were no transitions at all: in 1982 there were seven; in 1983 there were 10; and in 1984 there was a sharp rise to 25. In 1985, however, there was a hiccup, and the number fell back to 10.

The single most important reason for the apparent reluctance of USM companies to make the move to the big board in 1985 was the introduction on January 1st of the Stock Exchange's new yellow book,

which contains the rules on admission to listing for companies entering the main market.

The rule changes were introduced as a result of an EEC initiative aimed at harmonising the treatment of companies on the various EEC stock exchanges. They were not aimed specifically at USM companies, but at all companies joining first-tier markets, whatever their origin.

The chief practical change affecting potential USM graduates was that companies had to publish full listing particulars before going to the main market.

This meant that they had to provide information which would allow investors and their advisors to make an informed assessment of assets and liabilities, profits and losses, and the issuer's financial position and prospects.

There also had to be statements relating to working capital, borrowings, and a reference to the company's development in the current year, all of which had to be approved in writing by the Stock Exchange's quotations committee.

These were not particularly onerous requirements since USM companies could be expected to have all this information readily available.

However, another requirement introduced was that all companies seeking a listing should produce a five-year

accountant's report, and that the listing particulars should be reproduced in full either in a brochure or in a daily newspaper.

In the light of the Stock Exchange's willingness to see the USM acting as a staging post for companies on their way to the main market, it never appeared likely that it would be a party to throwing unnecessary bureaucracy in the path of would-be graduates:

full prospectus is not regarded as necessary. With hindsight, it can be seen that many of the worst fears about the complexity of the new rules and the increase in costs they would cause were exaggerated.

This realisation, however, came too late to prevent many companies bringing forward their plans to join the main market in order to beat the January 1st deadline.

more of their equity, which acts as a disincentive to acquisitive companies which might otherwise make the move.

Another is that the USM is now sufficiently well established to have earned respectability in its own right rather than being regarded solely as the main market's poor relation.

Also, as the USM develops in size and breadth, companies are increasingly aware that there is sometimes more merit in being a big fish in a small pond than being a tiddler in a large one.

That said, there are undoubtedly advantages for many companies in making the move. The last two companies to graduate in 1985—Northamber, the computer peripherals distributor, and The Berkeley Group, the up-market property developer—both said their main reason for making the transfer was to add to their prestige.

They also saw the move as a natural concomitant to their companies' growth. Mr David Phillips, Northamber's chairman, said: "We never saw the USM as the be-all and end-all: a move to the main market was always a part of our long-term corporate strategy."

There were other reasons, too. For example, Mr Jim Farrer, Berkeley's chairman, said that when it came to acquisitions he felt Berkeley would be in a better position to raise funds as a fully-listed company.

Northamber's Mr Phillips pointed to the enhancement of

his company's status with suppliers. "We are dealing with multinational corporations, and while the fact that the USM is a junior market might not matter in the UK, it may be much more important overseas."

Another significant advantage of going to the main market through the USM is cost. A flotation on the main market can be expected to cost about £500,000, whereas an entry via a placing on the USM and subsequent transfer to a full listing through an introduction might cost half as much.

The Stock Exchange would undoubtedly take a harsh view if it were to suspect that the USM was being used merely as a cheap means of entry to the main market, but there is no evidence to suggest that it has yet been abused in this way. Any company tempted to pursue such a course would probably be discouraged by the thought that the cost in management time of this tortuous means of entry would probably outweigh the cash savings.

Although the number of companies transferring to the main market fell last year, this exit route remains the most common among companies leaving the USM, accounting for nearly 60 per cent of departures during the market's lifetime. Towards the end of 1985 the rate of transfer picked up again and there seems every likelihood that the previous gradual upward trend will be resumed this year.

Highly rated paper and cash build up fuel a bid boom

Corporate Activity

LUCY KELLAWAY

AN EXTRAORDINARILY large number of takeovers on the main market over the last year has diverted attention from a similar, albeit quieter, revolution that has been taking place on the USM.

The flurry of corporate activity is a new experience for the junior market. In 1985 18 companies were taken over, compared with a total of 12 during the market's first four years of existence. Indeed, acquisition has become the most travelled exit route from the USM, while graduation to a full listing takes second place, with only a dozen companies having moved up in as many months.

The USM takeover craze is being driven forward by the same forces fuelling activity on the main market. After three years of strong profit growth coupled with low inflation, companies have amassed large piles of cash. Add with the stock-market pushing forward to record levels, acquisitions can be made cheaply with highly rated shares.

With such ample means at their disposal, companies have been finding that growth by acquisition is one answer to the problem of fading organic growth.

But USM companies have not merely been at the receiving end of bids. The number of them playing the part of aggressor has also risen steeply over the past year—in the first nine months of 1985, USM companies made over 50 acquisitions.

Many of these were for shares, vindicating the claim made by many companies on joining the market that one of their main reasons for getting a quote is to provide them with paper for acquisitions. In the USM's first five years more than 70 companies have used their shares to make acquisitions, while about ten have done so three times or more.

The bulk of the target companies have been relatively small and privately owned, but a handful have been large enough to swamp the company making the bid.

For example, Fergabrook, a distributor of toys, last May bought Tritrade, a company with twice its turnover and about ten times its number of employees.

Swallowing such a huge acquisition turned out not to be easy for Fergabrook. Soon after having bought Tritrade—a distributor of DIY and garden products—Fergabrook realised it had paid too much. While it has succeeded in getting back £1m of the £5m purchase price, profits this year are not to be hoped for.

Other USM companies have had a far happier experience in pursuing an ambitious acquisitions policy. Two stars on the acquisition trail have been Blue Arrow, the employment agency, and Thermal Scientific, which makes specialised heat treatment products, has made seven acquisitions since it came to the market in the summer of 1983. It has increased its market capitalisation ten fold.

Blue Arrow, which last summer was a modest recruitment agency, worth about £3m, is now the largest agency in the UK following the acquisition of Reliant and, more recently, of Brook Street. These purchases have lifted its market value to more than £40m.

cations and Michael Page merged to form the largest marketing group on the USM.

Some USM companies have even set their sights on main market companies. The most daring approach so far was the recently thwarted bid by property company Clayform for the larger and fully listed dependent stores group, Owen Owen.

Such drama is very unusual on the USM. One of the characteristics of USM takeovers is the good grace with which they are conducted. Clearly, when a USM company is bid for the question of a contested takeover bid almost never arises as the founders of the company typically own more than 50 per cent of the shares.

It is only among the oil companies, the shares of which tend to be more widely held, that bids have been exchanged in takeover battle. The two most dramatic have been the £120m takeover of Saxon Oil, the largest bid that the USM has seen, and the wrangle for control of Petrolex. Saxon had acquired Petrolex with Charterhouse Petroleum, when at the last minute Enterprise Oil emerged with a higher, and victorious bid. Petrolex was first bid for by Clyde Petroleum and subsequently by Saxon Oil, both of which were later trumped by Aaran Energy, whose £16m bid was accepted in June.

Oil mergers have been the most common as well as the most traumatic of USM takeovers. There have been two reasons for this. One is tax (expensive on exploration is wasted unless there is a stream of production income against which it can be offset) and the other is rising exploration costs and the escalating size of drilling operations, which make it more difficult for smaller companies to hold their own against larger ones.

In addition to Saxon and Petrolex, Candecca Resources, CCP North Sea Associates and Hudson Petroleum have all been incorporated into larger oil groupings.

Other USM takeovers have fallen into three broad categories: companies which have discovered a niche market and developed it to the point where they could benefit from a supportive parent; companies in need of rescuing, and those which are bid for by majority shareholders in an attempt to rationalise their shareholdings.

A typical example of the first type is Morgan Communications, which built up a thriving free sheet newspaper business that was bought last August by Reed International for £10m, more than twice the price at which it came to the USM a year earlier.

In the rescue category belongs the bid for Applied Botonics, which badly missed the profits forecast made at the time of its flotation in 1981 and has since plunged into deepening losses. A bid from REA values Applied Botonics' shares at 1p each compared to last year's high of 28p.

Other rescues have taken the form of a disguised rights issue. The purchasers of Breville Europe, a once successful seller of toasted sandwich makers, and Spatula, a start-up venture that never managed to get its synthetic replacement for injection moulding off the ground, were motivated more by the target's large piles of cash than by the merits of its business.

Other takeovers, while scarcely rescue attempts, have been brought about by poor—or at least unadventurous—management of the target company. F. H. Tomkins, expert in the art of buying companies and shaking them up, last year turned its attention to the USM and bought Hayters, a sleepy maker of lawnmowers. Tomkins paid only slightly more than the £3.5m at which Hayters came to the market in 1981.

Clean up bids have included the Crown International and Capital TV merger, the bid by Polly Peek for Cornell, and most recently a bid by Hawley for the shares that it does not already hold in home improvements group, Kean and Scott.

The Stock Exchange yellow book has been the main reason for reluctance to make the move to the market's big board in 1985

and in fact it has shown itself to be flexible in applying the new rules.

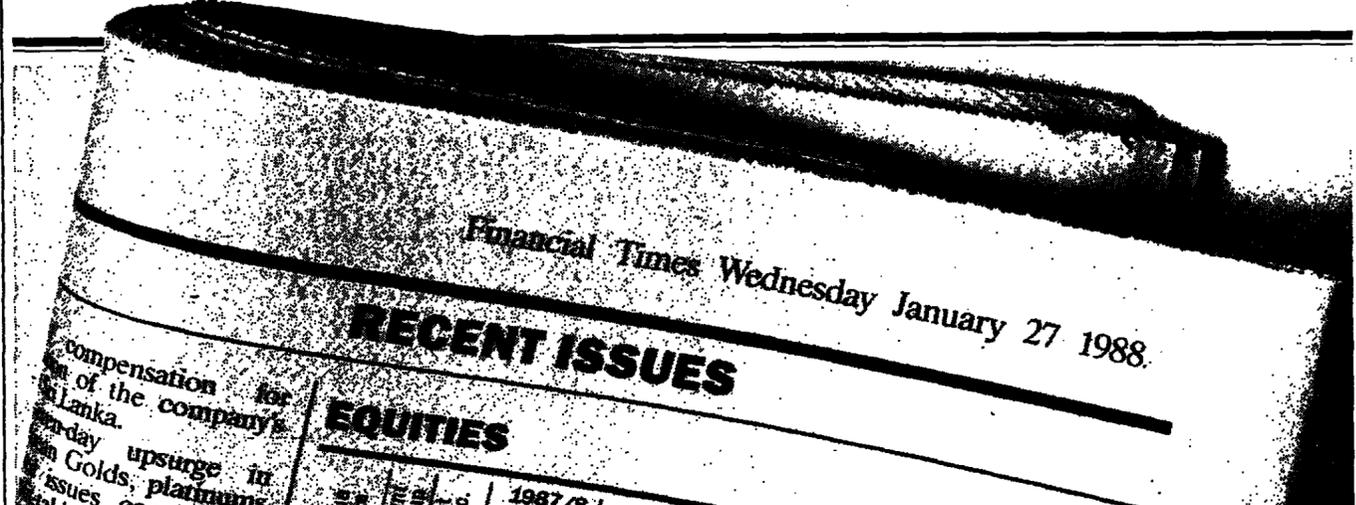
For example, if a company has met the disclosure requirements on coming to the USM and complied with them fully since, the Stock Exchange is reasonably relaxed about the five-year accountant's report; and where companies are transferring from USM to main market without issuing any new shares—that is, through an introduction—the publication of a

The result was a bunching of transitions towards the end of 1984 and a gap shortly afterwards: only two transitions took place in the first half of 1985, and these were in May and June.

There are, however, other factors which have helped stem the flow of companies to the main market.

One is the requirement that main market companies have to provide full listing particulars for issues of 10 per cent or

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Unlisted Securities Market 4



Top table at a recent seminar held by accountants Spicer and Pegler on research into USM companies. Left to Right: Bob Willott, Spicer and Pegler; Rhod Bradley Jones, Bristol Polytechnic; Eddie Ray, senior partner of Spicer and Pegler; Patrick Harrex, also of Spicer and Pegler, and Roger Hussey of Bristol Polytechnic.

Cost justification is deterrent

Research RICHARD TOMKINS

ANY stockbroking firm which considers setting a team of analysts to research the USM is confronted by one fundamental problem: the market's lack of liquidity.

Stockbrokers are not primarily philanthropists and, like most other business people in the City, they can only justify the provision of service if it promises adequate financial returns.

All the larger stockbrokers carry out research into the biggest companies quoted on the main market as an essential adjunct to the buying and selling of shares in those companies on behalf of their clients. The expense of conducting this research is easily justified by the income received in the form of commissions on those transactions.

The USM, however, is a different matter, for the companies whose shares are traded on the market—and the proportion of their shares in public hands—tend to be small.

This means that there is unlikely to be any significant trade in the shares of any but the biggest and fastest moving USM companies and the prospects of a broker being able to justify the costs of research in terms of commission received are, therefore, remote.

This was particularly true in the USM's early days, when there were few companies on the market and there was a degree of uncertainty about how it was going to evolve.

As the USM has grown in breadth and size to the point where it is now considered to be mature and well-established, stockbrokers are in a better position to take a considered view about whether they wish to follow it.

It remains the case, however, that most brokers have remained aloof. Some look at the market spasmodically; for example, all brokers will follow those companies which they themselves have brought to the market. Others, however, particular stock market sectors will usually keep a weather eye on developments on the corresponding USM sector. But there are probably only three brokers who can claim to devote resources exclusively to researching USM companies.

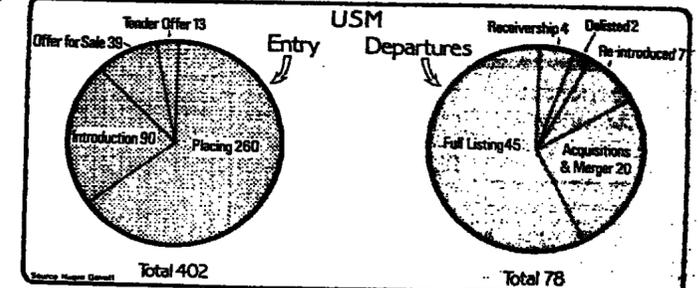
The most prominent is Hoare Govett, where a team of four under the leadership of Mr Geoffrey Douglas has been researching the USM since mid-1983.

The core of any research service is, of course, the broker's ability to analyse individual companies and give recommendations on whether their shares deserve real value. But as commitments to this activity, brokers may offer a range of other services and publications.

The Hoare Govett team is aided in its research efforts by the use of a computer database which is continually updated with a broad range of statistics on USM companies. This not only assists with the analysis of individual companies but also enables the team to look at broader market trends, such as the amount of companies' share capital in public hands, or price/earnings ratios for each sector and the market as a whole.

One of Hoare Govett's achievements has been the annual publication of what is widely regarded as the USM bible: the Unlisted Securities Market Directory. This volume, published every November, reproduces much of the information contained on the database and includes pen portraits of all the companies on the USM together with their vital financial statistics.

Other publications from Hoare Govett's USM team include a weekly newsletter which includes up-to-date prices and other financial statistics on every USM company; the monthly Current Opinions, which summarises the team's comments on a selection of companies in the news; and the occasional USM On Topic, which



is a written version of its screen-based information service.

Mr Douglas acknowledges that many brokers have been reluctant to involve themselves in USM research because of the difficulty of justifying the cost in terms of the potential rewards. Hoare Govett, however, is a large broker with a reputation for providing across-the-board coverage, and by 1983

longer term."

This is a point echoed by Miss Isabel Unsworth, the USM researcher at Grieseson Grant, one of the other two specialists in the USM. She points to the fact that brokers which have established themselves as USM specialists are more likely to attract companies coming to the USM as corporate clients.

Grieseson Grant has followed the USM since the market's

Andrew Holland has been following the market since April last year. Fielding's newly emphasised interest in the USM stems partly from the links it has forged with County Biggood, the stockjobber, in preparation for this year's Big Bang.

County Biggood is the only stockjobber to make a market in every USM stock, and it seems only natural that it should have a research facility to match this expertise.

Like Miss Unsworth, Mr Holland recognises that one person is limited in the number of stocks he or she can cover and he follows only 25 comprehensively. Many of these are those which Fielding brought to the market anyway. Fielding's Mr James Dodd, a main market electrical analyst, also takes a specialist interest in USM computer stocks, however.

That, then, is the limit of the formalised stockbroker research into the USM, although to some extent the analysis does an injustice to other brokers' efforts. For example, Phillips and Drew, Simon and Coates and other brokers which have brought large numbers of companies to the USM keep a close watch on the market. Capel-Myers also has a small company electrical analyst, a brief of which encompasses the smaller main market stocks and larger USM ones and its monthly Smaller Companies Review includes profiles of USM companies.

How Big Bang will affect the degree of research into the USM is open to speculation and there is a diversity of opinion on the subject. Some observers believe the fragmentation of the market will be such that both dealing and research will be confined to in-house stocks, but Hoare Govett's Mr Douglas is more sanguine.

"I can't believe everyone is going to be fighting over those top 200 main market stocks," he says. "I think that in that competitive environment people are going to be looking for other areas they can occupy and that there could well be a tendency for brokers to increase their research into smaller companies."

"In the competitive environment after Big Bang, people are going to be looking beyond the top 200 main market stocks. There could then well be a tendency for brokers to increase research into smaller companies."

the USM had grown to such size and importance that Hoare Govett felt it was time it offered comprehensive research into the market for its clients.

But in any case, Mr Douglas says, USM research need not necessarily be just a loss-leader for a broker's other services.

"In the City's increasingly competitive environment, brokers are having to look at the range of services they are providing and make sure they have the right products available. If there is a gap in the range of services on offer, and you set out to occupy that gap, it has got to be a good thing."

It is also important to attract small companies which may become the big ones of tomorrow.

"One wants to get involved in growing companies," says Mr Douglas. "If you are a larger broker with a wide range of services and you bring a company to the market, the chances are that you will benefit in the

inception, partly because it was itself responsible for bringing a number of companies to the USM and partly because it felt that as one of the larger brokers this was a service it should offer.

As well as the usual research notes on the companies to which it is broker, Grieseson publishes a (slightly irregular) monthly overview of the market which includes comments on new issues and recent results.

Miss Unsworth readily acknowledges that single handed she can hardly hope to follow all 342 stocks on the USM. Therefore a degree of specialisation is inevitable.

"In practice the size of the market means that the coverage cannot be comprehensive, and we tend to put special emphasis on consumer stocks," she says. Grieseson's Mr Malcolm Brown, an oil analyst, also follows USM oil stocks.

The other broker which specialises in the USM is Fielding, Newson-Smith, where Mr

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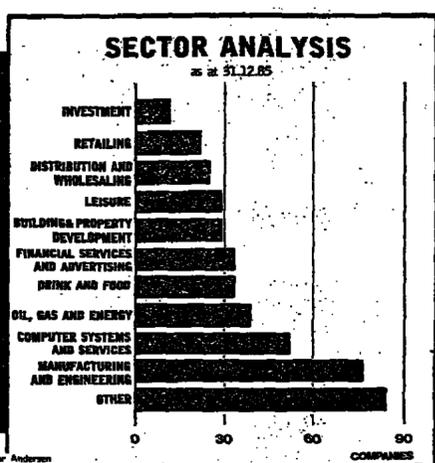
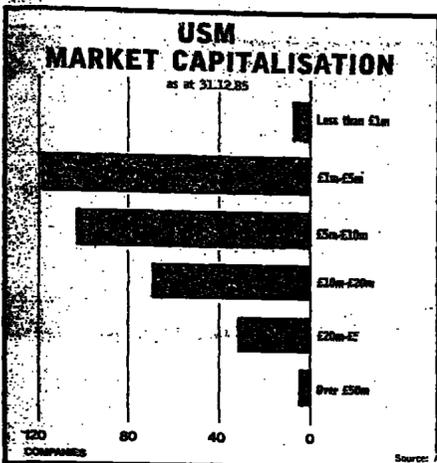
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Unlisted Securities Market 5



Attractions stretch to the US

Foreign Companies

LUCY KELLAWAY

TUCKED away in Andover, Massachusetts, a silver-haired American businessman has been stealthily and almost singlehandedly responsible for one of the USM's latest trends—the surge in the number of US companies joining the market.

Within the space of 12 months, six American companies have come to the USM. All but one of these were advised by Mr Dick Reichter, president of the Eston Financial Management Corporation, which introduced them to their sponsoring brokers in London. In the preceding four years only three companies took similar steps, with such disastrous consequences as to have done serious damage to the image of US companies in the minds of USM investors.

If some investors still feel a knee jerk reaction against any company raising money so far from home, it is not surprising. Fingers were badly burnt on Nimble, the Bermuda based 3-D camera manufacturer which is still making losses four years after joining the market. Chemical Methods, the Californian dishwasher-maker, made USM history by offering investors their money back when it emerged that its profits forecast, made at the time of its flotation, would be badly missed. Both shares now stand at a fraction of their issue prices.

Mr Reichter cannot thank these companies for the image they have created. The point that he has been trying to get

across, both to US companies and to UK investors, is that there are many good reasons why a US company should choose to raise money in Britain.

It is not as though the US is without a junior market of its own. Nasdaq, its secondary stock market, is about 75 times the size of the USM with more than 3,800 companies worth about £280bn quoted on it.

However, Nasdaq seems best suited to the needs of larger, more mature companies, while the huge pools of venture capital that exist in the US cater

The USM has filled a gap between Nasdaq, the US secondary market, which caters for more mature companies, and the huge pools of venture capital aimed at infant businesses.

for the tiny infant companies. Strangely, the special needs of junior and adolescent companies are not well cared for. A small company with sales of less than £5m joining Nasdaq will have to meet much the same requirements as giants like General Motors on the mighty New York Stock Exchange. "The Securities and Exchange Commission, the US financial regulatory body, insists that all companies frequently file acres of information, including full quarterly reports, regardless of whether it is relevant or not. In London, the onus is more on the company to produce any information that would have a material effect on shareholders. One effect of this is to simplify

whom last year's profits may carry scant information as to what the company is capable of achieving.

If the regulations on the USM are less rigorous than those in the US, should investors fear that only those companies that would not pass muster on Nasdaq find their way onto the USM? The answer is probably not; the simplicity of the UK system does not necessarily make it more open to abuse.

As auditors and brokers must pin their names and reputations to the prospectuses of the companies they bring to market, their standing in the market suffers whenever they are involved with indifferent concerns.

So far nearly all of Mr Reichter's proteges have been small high-tech companies. For most of them there has been another powerful reason for preferring the USM to US markets: the USM still (even after this year's shake-out) rates electronics shares more highly than in the US, where there is a glut of such companies.

For all these reasons, Mr Reichter has found himself inundated with American companies wishing to join the USM. Clearly not all are suitable, and one of the ways in which he earns his \$150,000-£200,000 fee is by carrying out a preliminary survey of the company's business, which he sends to a small handful of London stockbrokers. If interested these bid for the business.

In one week alone, Mr Reichter was approached by over 70 companies, and although the great majority could be weeded out at first sight, some lasted the distance. At the moment he claims to have about eight companies poised to join the USM during this year.

However, the investors' appetite for buying shares in US technology companies, especially given the terrible performance of UK technology stocks, may not be enough to ensure successful flotations for all the US hopefuls.

Of the six most recent newcomers, half now stand below their issue prices. Part of this is due to the dollar, the decline of which over the past year has clearly blunted the attractions of all US investments.

However, there is also a real problem in how to sustain investors' interest in the shares after the flotation. The shares may lapse for no better reason than that investors start to feel out of touch.

This could be the cause of the fall in the price of Infra Red, a small high-tech company making infra red heat detectors. It joined the market in August. Since then its shares have fallen by some 20 per cent, despite having produced interim results in line with the profits forecast.

The most profitable for investors among the recent US entrants has been CVD, which since its flotation at the end of 1984 has put a considerable amount of time into keeping its UK investors happy. Like Infra-Red, CVD also makes infra red materials, and following a 160 per cent increase in profits last year, saw its shares touch more than twice their 105p issue price.

The enthusiasm of US companies has not been matched by a similar interest in the USM from Europe. This is partly because most countries have been quick to take the USM's example and develop secondary markets of their own. Since the launch of the USM secondary or tertiary markets have been established in Holland, Sweden, Denmark, France, Japan, West Germany and Norway.

So far only one Continental company has chosen the USM in preference to its domestic market. Investors in Technofan, a maker of cooling fans for aircraft, may not be sorry that the success of France's second marche seems to have forestalled French companies from coming to the USM. Since its flotation in 1982, falling airbus sales have had a ruinous effect on both profits and the share price, which from an issue price of £350 slumped last summer to a low of £90.

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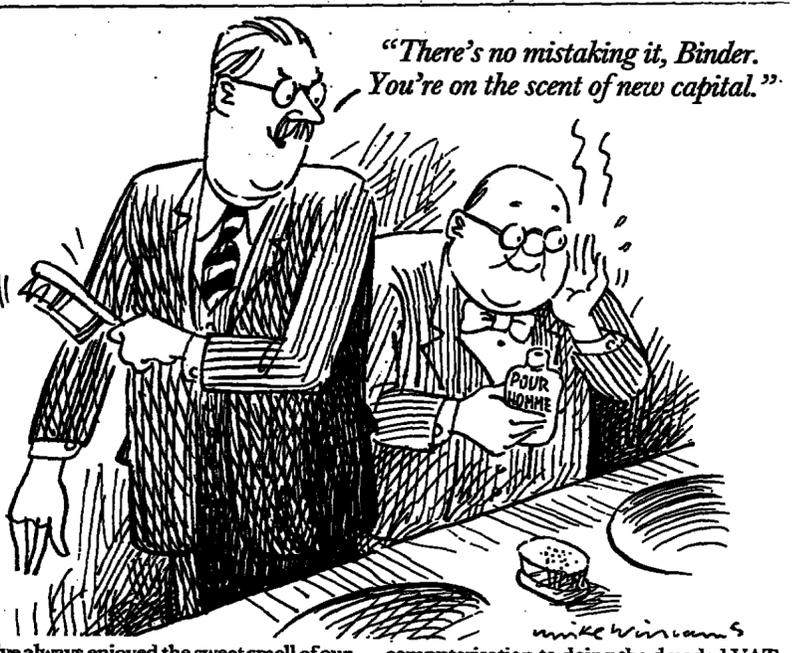
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Unlisted Securities Market 6

No rush to seize opportunity created

Institutional Attitudes

RICHARD TOMKINS

INSTITUTIONAL investors seem to show a degree of ambivalence in their attitude towards the USM. On the one hand they have been at the forefront of moves to loosen up the restrictions on the extent to which they can invest in the junior market, but on the other they do not appear to be falling over themselves to take up the investment opportunity they have helped create. In the market's early days there were severe constraints on some institutions' ability to invest in USM stocks. Such limitations have now been eased, but a straw poll among the institutions suggests that some are cautious about the degree to which they want to become involved.

Unit trusts are a case in point. Until a few years ago they were not permitted to invest more than 5 per cent of the value of any one fund in unquoted securities, but the advent of the USM in 1980 brought about pressure for change and in 1983 the limitation on USM investment was raised to 25 per cent. However, few, if any, funds have exploited this opportunity to the full. Mr Richard Smith, the director responsible for UK unit trusts at Henderson Administration, the investment management group, tells how Henderson took advantage of the rule change to increase the USM in-

vestment limit on its Income and Growth Trust to 25 per cent.

"We have had a toe-hold in the USM since its inception, and when the rules were changed we thought it would be sensible to lift the investment limit on one of our funds, to increase our expertise in that area. But in the event, Income and Growth has never had more than 10 per cent of its funds in the USM.

"Like everyone else, we have been very concerned about the marketability of shares in USM companies. Some of the com-

management, and there just is not the time."

"I think the USM plays an important part in augmenting a portfolio, but is not suited to be its mainstay."

Mr Smith is clearly not in a minority among unit trust fund managers, for although the offshore fund loophole exists for those who want to set up funds with a preponderance of USM stocks, only Britannia's Unlisted Securities Market Fund has exploited it.

Investment trusts have also seen a period in which they

which has developed a significant USM holding.

Some indication of why this situation prevails comes from Mr Paul Manduca, a director of Touche Renmant and manager of TR Trustees Corporation, an investment trust specialising in smaller companies.

Mr Manduca says that about 5 per cent of his UK portfolio is in the USM but that he has been shifting away from the market.

"I think the USM was very attractive in 1981-83 when established industries were going through the recession and the

strains on their USM involve-

ment but are subject to the normal laws of prudence and whatever in-house rules may apply. Mr Brian Kirkland, assistant director (UK equities) of Prudential Portfolio Managers, says one area of USM activity which he has cut back on is taking quick profits from companies coming to the market.

"We have always looked at the market on a long-term basis, but we have also taken short-term profits when opportunities arose. Those opportunities have virtually disappeared and we are only buying stocks which we see as long-term lockaways."

One of Mr Kirkland's main concerns is about the role of the broker in supporting a company once the initial flurry accompanying its flotation is over.

"Some companies come to the market on undemanding ratings and do reasonably well afterwards, but still their ratings fall away," he says. "What happens is that most of the shares end up in few hands and when other shares come onto the market, it is easier to push them towards existing shareholders than to sell them to a wider market."

"We think brokers ought to make more of an effort to support these companies' shares in the after-market by pointing out their virtues to people who have not already got holdings."

A more optimistic note on the USM generally is sounded by Mr John Stubbs, investment manager (UK equities) at Post-Tel Investment Management.

Mr Stubbs echoes other institutional managers' worries over lack of marketability, but feels the USM is gaining to be made in the USM because this very lack of liquidity obliges companies to offer higher rates of return.

"After Big Bang I can see this liquidity reducing still further, and the new environment will require more careful research because investors will find themselves locked into situations. But we want a presence in the USM because of its potential for higher returns over a period of time."

"We have maintained our interest in this market because it gives us the opportunity to invest in a number of small and potentially exciting situations which would not otherwise be available to us."

The severe constraints placed upon USM investment by institutions have been eased. However, the signs are that fund managers are still showing caution as to the degree to which they should become involved

By Frank Kane

Paper chase yields rich rewards

Profile: BLUE ARROW

FRUSTRATION AND disappointment were the initial spur to Blue Arrow's move onto the unlisted market in the summer of 1984. Tony Berry, the company's chairman and chief executive, has just seen his cash offer for a small service company turned down by directors who preferred a rival's paper.

"I went to the lawyer and told him I wanted to go public earlier than I thought," explains 44-year-old Mr Berry. His reaction is a good illustration of the way that Blue Arrow has used USM membership to build up its recruitment and contract service business into the nucleus of a comprehensive service company which, if all goes to plan, will soon offer security, catering and financial services and will more than double turnover by the end of next year.

Mr Berry's 12 years at Bren-green, which he had helped bring to market, taught him the necessity of being able to offer shares as part of any bid, and of the desirability of going for rapid growth via acquisitions rather than through organic expansion.

"I decided that the best way to progress was to use the company's paper to acquire businesses, often private companies that were on the verge of a USM listing themselves. In many ways it was a short cut onto the market for them, and in effect we were offering them a partnership," Mr Berry states. It is a strategy which Blue Arrow has put to good effect since its flotation, and which has been highlighted by the rapid growth in the company's equity. Market capitalisation at the time of the company's 75p placing was a mere £3.1m, but following last October's master



stroke — the £19m acquisition of the prestigious Brook Street Bureau — the company was valued at some £43m. It is now near the £50m mark after steady increases in the share value to around £20p.

In the same period the company's marketability has increased sharply. About 18 per cent of the total equity was placed in the original flotation, of which only 10 per cent were new shares. But the paper bonanza since then has meant that there is now 70 per cent of the shares on the market, mostly owned by institutions which have been encouraged by a string of optimistic brokers' reports and, no doubt, by the bullish Mr Berry himself.

In addition to the Brook Street deal, which makes Blue Arrow the leading force in the UK staff recruitment market, with 10 per cent of the sector, last year also saw the £8m purchase of another private employment agency, Reliance Service Group, and Blue Arrow's first venture into the contract cleaning field. It acquired two office and industrial cleaning contractors, both deals being financed by share issues.

The large amount of paper on the market, however, does leave Blue Arrow vulnerable to a possible predator, and there have been rumours, mainly centred on Michael Ashcroft's acquisitive Hawley Group.

So far, nothing has materialised, but unlike many other entrepreneurs who have nursed their own corporate "baby" into maturity, Tony Berry does not balk at the prospect. "I've got no hang-ups about that. In any case, with our record the shareholders are not going to throw us out."

The company's record is very good indeed. A year ago, in its first results as a public company, it easily beat the prospectus forecast, and this month will have no trouble achieving profits of £1.9m, against £411,000.

In spite of the flood of paper, earnings are moving ahead and for the past year will come out at between 13p and 14p.

All this is without any contribution from Brook Street, which has an annual profit of around £1.8m but which will not

be consolidated until next year. The combined group then is well capable of £7m, say the analysts.

It is the prospect for the 1987 year which is the main reason for brokers' confidence. By then the Brook Street integration will be complete and the slimmed down division will be operating at around the margins Blue Arrow expects from the rest of its businesses.

Tony Berry also holds out the tantalising possibility of sales of £200m by then. This represents a more than 100 per cent increase from the present figure, and seems at first glance to be very demanding of the recruitment division. Recruitment currently turns over £55m, with cleaning at roughly £10m and the rest — business travel and financial services — chipping in £5m or so.

Mr Berry, however, forecasts that more than half of the £200m target will come from employment services — he is adamant that the balance will be made up largely through acquisitions, especially in security, catering and financial services.

The aim is the "total services" group, which can look after all its customers' peripheral requirements, from canteen facilities to pensions and insurance. Recruitment will remain the major bread-winner, however the labour market goes. The trend has been towards temporary rather than permanent placements, following the decline in manufacturing industry and the growth of services.

The service industries make up 70 per cent of all temporary placements, which themselves are expected to account for as much as 80 per cent of the overall recruitment market in the near future.

Blue Arrow has anticipated the trend well, and is in a strong position to benefit from the expected boom in temporary employment. The Conservative Government's relaxation of employment laws has also encouraged temporary working, but Blue Arrow would not be over-concerned about the prospect of a return to Labour — an increase in public sector spending would also be to its benefit.

The sort of expansion foreseen over the next couple of years will take Blue Arrow out of the USM range, and Mr Berry does not hide the fact that he is keen to get a full listing sooner rather than later. The Stock Exchange regulations, which require a five-year record of filed accounts, is the only thing holding him back at the moment. He hints a statement to accompany the interim results for the current year.

He also points to the advantages which he sees in a full listing — access to greater capital markets for acquisitions, obviously, but also the wider capital base it will bring and the increased coverage by analysts and the financial press.

When the move up does come, he will regard the time spent on the USM as a valuable education. With a relish for the sporting metaphor, he says "the USM is a good way of getting into the big league. If you like, it represents lap one of the race — we're ready for lap two."

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Paul Marwick, Mitchell & Co. USM quarterly survey, September 1985.

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Unlisted Securities Market 7

Best and Worst Share Price Performances on USM in 1985

RISES		FALLS	
Company	% change	Company	% change
Parkfield	347	Acorn Computer	89
Sanger Photographic	238	Jebsens Drilling	86
Invent Energy	235†	Spectrum	85
JSD Computer	158	Memcon	83*
Willaire Systems	157	Applied Botanics	80
Canon Street	131*	Xyllyx	80
Afida Holdings	129	CPS Computer	78
EBC Group	127	Castle (GB)	78
Breville	125†	TDS Circuits	78
Sunleigh	125	Imtec	77
Microfilm Reprog	124	Entertainment Prod Sys	74
Rayford Supreme	116†	Fergabrook	74
Hus Leisure	102	Menary	73
UDO Holdings	102	Microwitec	73
Bluebird Toys	98*	Assoc Energy	70
Berkeley Group	97†	Sapphire Petroleum	70*
Maintment	94	Compsoft	69
Tops Estates	92	Aaronite	68
Technofan	90	Spraxials	67†
Polypipe	84*	ICC Oil	64
Body Shop	80	Pericom	63
Trade Promotion Svs	76	Flasmecc	62
Slaters Food	74	Intervision Video	60
Andre de Brett	73	Deannens Elec	59
Wm. Sinclair	72	Clogan Gold Mines	59
United Packaging	72	Radio City	59
Flogas	71	Business Computers	58
Havelock Europa	71	Nimslo	58
Blue Arrow	68	Monument	57
Sheraton Secs	68	Pineapple Dance	56
Consultants (C & F)	64	Real Time	56
Unibond	63†	HB Electronic	56
Thermal Scientific	62	Call	55
City Site Estates	60†	Bala	55
Brint Investments	60	Memoas	55
Saxon Oil	59†	Ecobric	54
Delmar	59	French Connection	54
Cramphorn	58	Norbair	52
Howard Group	57	Paul Michael	52
Charlie Brown	55*	Checkpoint Europe	52
FTI	55	Consolidated Tern	52*
Technical Components	54*	Webber Electro	51
Steel Burrell Jones	54†	Securguard	51
United Ceramic	53	Selecfv	50
Spectra	53	Steana Romana	50
Stat-Plus	53	Cifer	50
Tranchemwood	53	Petrogen	50
Howard Group	53	William Bedford	48*
Metal Bulletin	51	Powerline	48*
Huntleigh Technology	50*	Ranco Oil Svs	47

* From entry. † To departure. Source: Hoare Govett

Star performers quickly find themselves out of favour

Decline of the Electronics Sector

TERRY GARRETT

THE DEVASTATING blood-letting in the electronics sector was even more vicious on the USM than on the main market. High-flying electronics companies had been the star performers of 1983 and for much of 1984, against a comparatively flat showing from fully listed industry cousins. In the second half of 1984, however, share prices started to wilt, turning into a lame-duck-style nose-dive early in 1985.

On the main market, the electronics sector rates as the worst performing industrial division in share price terms during the last 12 months. But in fact the warning signs were already flashing on the USM well ahead of the shakeout on the "big board." Acorn, a leading name in the home computer market and supplier of the BBC educational micro, ran into financial difficulties towards the end of 1984.

There were many points that were specific to Acorn, it had unsuccessfully driven into the US market and withdrawn at a cost of many millions, but more generally Acorn's problems were the same as its rivals — most notably the unquoted Sinclair — the home computer market had turned sour. Nevertheless, a year ago many investors were willing to believe that this was little more than a temporary aberration in a growth trend.

That was not the case. The difficulties of the home computer sector quickly spread to micros generally and in turn component distributors, some of which found themselves writing-off crippling bad debts against manufacturers. The core problem of the whole electronics sector, which was only just dawning in the early months of 1985, was that over-production throughout a wide spread of product areas was eroding profit margins.

And this was no temporary hurdle: the giants of the world electronics in Japan and the

US were investing heavily in capital equipment. The earnings to justify some exceedingly high p/e ratios awarded to UK manufacturers were simply never going to materialise and share prices of majors such as Rasal, STI and Thorn EMI suffered alongside the debacle on the USM sector.

Acorn must rate as one of the real disasters of the USM in its five-year history. Its market capitalisation at issue was £135m and by May 1984 that value had topped £200m. That was before financial chaos struck, and Olivetti had to res-

Given the shake out in electronics, it is perhaps surprising that the USM as a whole did not underperform the main stock market by more than it did last year. Seven of the USM's worst ten performers in 1985 came from the electronics sector.

cue the company twice within months, ending up with almost 80 per cent of the equity. Acorn's market value at the end of the year was barely £30m with the shares at 40p, standing 65p of the year's high point. Yet Acorn is perhaps no more than an excessive example of the change of perception within the City towards high-technology stocks. Investors have come to realise — the painful way that there are also high risks. All too often last year shareholders faced one disappointment after another.

Figures compiled by brokers Hoare Govett amply demonstrate the fall from favour of electronics. In October 1984 the USM Electronics division comprised 33 companies capitalised at £518m accounting for 18 per cent of the total USM worth. One year later the number of companies had risen to 40 but their market value had slipped to £239m, in total making up just 9 per cent of

the USM. Given the fallout in electronics it is perhaps surprising that the USM as a whole did not underperform the main market more than it did in 1985. Seven of the ten worst USM performers in 1985 turned out to be electronics/electricals companies.

However, the computer sector is not an out and out battlefield strewn with casualties. Brokers Fielding, Newson-Smith have calculated that if an investor had invested £1,000 in 28 USM computer stocks at the date of flotation that £28,000

would have been worth £34,680 at the end of November, a gain of 24 per cent. Overall it does not look too bad but it is worth breaking that result down into three component sectors, software and services, distributors and hardware. The £18,000 invested in 13 software companies would have more than doubled in value to £27,362, in spite of some setbacks in recent months, but backing the distributors and hardware companies would have lost the investor money.

The £8,000 invested in distribution would have come down in value to £3,775, a fall of 53 per cent, while £3,000 distributed among the hardware stocks would have dropped in value by 61 per cent to £1,144. The hardware companies have gone from bad to worse over 1985. The Acorn story is obviously terrible but only one company in Fielding's list of nine has kept pace with the All-Share Index over the last year.

the rest showing a dreadful performance. And with the smaller companies coming under increasing pressure from industry leaders such as IBM, the only sensible option would seem to be for the hardware groups to concentrate on niche markets where they can provide value added products.

Picking over the bones of hardware companies may present some opportunity to pick up stocks with recovery potential but for the present, Alphameric sticks out as a safer — although not cheap — play. The company has made its mark manufacturing custom-made key-pads and terminals and its recent success is based on its shift from being a basic manufacturer to a systems engineer.

In the City, Alphameric will be best known as the manufacturer of the pads for use with the Topic service, the Stock Exchange news service. But its exposure to keyboard manufacturers supplied systems for Ford's vehicle distribution network and foreign exchange dealers for example. And the move into France is potentially rewarding as the country lacks an indigenous keyboard manufacturer.

The distributors generally came a cropper as a result of product over-supply which caused a contraction in margins as larger competitors put on a squeeze and high street retailers used their buying power further to depress prices. Specialised distributors, however, fared better with Northamber, which has recently moved up to a full listing, standing out.

In terms of relative share price performance, the software and service houses put up a mixed bag over the last 12 months but still they remain the most successful area of USM quoted computer companies. Indeed, in a USM league table for 1985, most of the electronics companies are crowding well down the list of price performance, occupying much of the bottom end. But there was one among the winners — JSD Computer, a supplier of computer staff on an agency basis. After a poor 1984 performance the shares recovered strongly coming up from a low of 35p to touch 82p at one point. As long as demand for skilled staff continues JSD should perform well, if unspectacularly.

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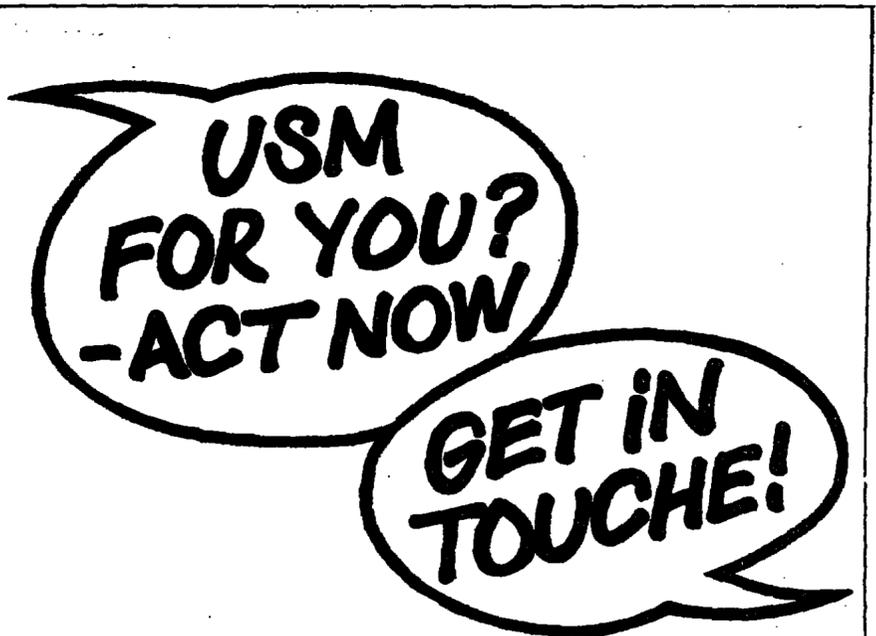
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BBC home computer supplied by Acorn, which ran into financial difficulties towards the end of 1984.

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Unlisted Securities Market 8

Love affair loses some of its ardour

Peoples Business TERRY GARRETT

THE CITY'S love affair with peoples businesses quoted on the USM has cooled over the last year. The change of heart was not the traumatic bust-up that some observers had predicted, but over some months investors came to realise that companies they had believed to be the most glamorous members of the market actually had the odd wart or two to mar their beauty. The average rating is still well in excess of the market generally but nowhere near as high as it was a year ago.

The peoples business sector of the market is in fact fairly diverse, taking in everything from sales promotion, through design, to financial public relations. But all the companies have a common denominator at the end of each day the assets walk out of the door.

There are two basic reasons why the City's ardour has cooled. A host of new entrants have arrived over the past 12 months. As the accompanying table shows, 11 out of the 17 companies listed have joined the USM in 1985. Taking the main market and the USM together, the number of companies available to investors has jumped from 16 to 29. That has obviously had an impact on the rarity value of individual companies, and ratings have suffered as a result.

The other important factor is that shareholders have been served up several disappointments in one shape or another. Although on the main market, the executive upheaval at Good Relations (GR) clearly pinpointed the inherent weakness of any peoples business - a fact that should have been fairly obvious to anyone working in the City. The ability and desire to move on to new pastures does not evaporate as you head westwards past St Pauls.

Mrs Maureen Smith, who had just moved up from managing director to deputy chairman at GR, suddenly announced her departure at the end of August and that she had sold her entire 11.6 per cent shareholding. The departure of other executives and the large number of defections from the City PR team did little for the group's reputation. In the market in particular, but more generally the unsettling experience highlighted what could happen at other agencies.

There was some bad news from the USM companies as well. Among the small band of sales promotions companies, KLP, one of the oldest inhabitants of the USM's peoples businesses, saw its shares take a battering last summer when it announced that Asda, one of its most important clients, was taking it to court.

The news came at the same time as some flat interim results. Despite the company's assertion that Asda would not win its case and that the cost of aggressive expansion was the reason for the dull trading performance, KLP's market value still fell by £3m in a single day.

Last August, Craton Lodge Knight, a product development agency, forewarned that its profits for the year ending the following month would be little different from the previous year's £494,000. Delays in starting a number of major assignments and reorganisations within client companies had led to a shortfall in revenue. The shares slipped below the previous year's placing price.

Those specific difficulties set investors thinking about the

People's businesses sector of the USM

Company	Activity	Joined USM	Year end	Price* (£)	High (£)	Low (£)	Mkt. cap (£m)	Profit (£m)	P/E	Yield %
Addison Page	Recruitment, design, PR	1/85	12/84	200	280	190	32.5	2.0	39	2.2
Crit Lge Kent	Product development	10/84	9/85	120	195	65	8.5	0.5	24	2.2
CRN	Sales promotion	7/85	12/84	128	135	125	13.1	0.4	51	—
FBE	Sales promotion	7/85	3/85	153	162	150	13.0	0.9	27	—
Holmes and Birch	Promotions, graphics	8/85	9/85	418	445	310	16.7	1.0	26	0.7
John Michael	Design	7/85	3/85	60	72	46	4.2	0.4	13	—
KLP	Promotions, design	6/85	9/84	270	355	255	13.2	0.8	28	1.4
M. Peters	Design, displays	10/82	6/85	168	280	168	10.4	0.9	10	2.2
Millward and Brown	Market research	11/85	3/85	170	170	165	10.2	0.5	27	—
Moorgate	Marketing, advertising PR	4/85	12/84	168	188	107	5.4	0.3	25	—
Moss Adv	Advertising	7/85	8/85	95	107	63	3.4	0.4	13	—
Promotion House	Promotions	8/82	12/84	23	37	31	5.6	0.7	10	4.3
Shandwick	Advertising, PR	10/85	7/85	171	192	168	7.3	0.4	21	—
TMD	Media specialist	11/85	8/85	120	126	117	6.5	0.5	22	—
Trade Promotions	Exhibitions	9/84	4/85	136	144	77	7.7	0.8	14	3.9
Vallu Pollen	Advertising, design, PR	1/84	9/85	480	670	530	30.2	1.1	34	3.0
Yellowhammer	Advertising marketing	7/85	3/85	118	137	117	12.2	0.7	24	0.7

* Mid-January. Ratios are based upon last reported figures. Source: Hoare Govett

The decline in share prices of peoples businesses has come against a background of buoyant industry conditions. Unlike the slump in the electronics sector, it has been a change in City attitudes rather than a change in fortunes that has sparked reratings.

theless, it is undoubtedly a rapidly expanding market as manufacturers and retailers realise the potential of good designs to promote their products and services.

It is a sector slightly less mature in stock market terms, but showing good progress with companies like Michael Peters concentrating on packaging, John Michael making its name in retail and Addison Page in graphics design.

As the table on this page shows, Addison Page dominates the USM's peoples business sector in terms of market capitalisation. The group was formed just over a year ago with the merger of Addison Communications, embracing a spread of activities from design to financial PR, with Michael Page which is a specialist professional recruitment service concentrating on middle management for the accounting and financial service industries.

Market enthusiasm after the merger pushed the shares ahead too far. Inevitably there was a counter reaction later in the year and the shares, at 200p, are fairly close to their low point.

Yet if the profits momentum of 1985 (the figures are due in March) is carried through to the current year the market is looking at a P/E that falls to 18 and then 12 prospective - just about level with the All-Share Average. That gives some idea of how "realistic" ratings have become for some of the marketing companies.

However, even if the ultra glamorous ratings have become a thing of the past, companies will still flock to the USM and the main market. Apart from simply raising money for the founders, a full listing or quote on the USM raises an agency's visibility. Time and time again executives have experienced a sharp increase in new business once their company has the "respectability" of a quote - a good enough reason on its own for making the move.

possibilities of disappointments from other companies and ratings, some P/E's had been as high as 60, simply had to come back to more realistic levels, although in some cases, according to Neil Blackley, an analyst with brokers James Capel, the reaction was overdone.

And, as he is quick to point out, the relative decline of share prices for people's businesses came against a background of buoyant industry conditions. There are no similarities with electronics, for example, where share prices have rightly tumbled in reaction to a very difficult trading environment. A change of City attitude, rather than a change in fortunes sparked the re-rating.

The sector can be broken down into five categories of activity: advertising, sales promotion, market research, public relations and design. Many of the quoted companies can rightly claim to have several of these activities under their umbrella but for the City, advertising is perhaps the most understood area of operation, if only because the analysts have been looking at it longer -

the development of Saatchi and Saatchi has opened a lot of eyes.

UK advertising expenditure has been growing rapidly in recent years. From 1980 to 1984 expenditure climbed from £2.6bn to £4.1bn. Full figures are not yet compiled for 1985 but the television and press parts saw the growth of around 9 per cent to £3.5bn and industry experts expect the total to come out at around £3.5bn while forecasts for this year suggest real growth of 4 per cent for a total monetary spend of £3bn.

The industry is no longer so cyclical. Companies which cut their advertising budgets during the 1974-75 recession found the market share lost and it proved expensive to regain. Few repeated that mistake during the 1980-81 period although it is true that advertising generally, and especially on television, is related to corporate profit, ability, and any major setbacks in the future would dent the agencies' earnings.

For the independent agencies, and the stock market, the most exciting area for growth is sales promotion. As a sector it is a fairly wide and diverse area,

and one that up to now most companies have been content to handle in-house.

Nevertheless, the specialist agencies are making their impact. So far they have about 7 per cent of the market - put at £5.5bn last year, £1.4bn more than advertising - while the agencies have around 95 per cent of the advertising market.

Not only is the market for sales promotion growing but the agencies' share is also expanding. As with design, companies are coming round to the notion that employing specialists can prove highly rewarding in terms of generating fresh approaches. Sales promotion, according to Paula Shea, an analyst with Capel-Cure Myers, is now being regarded as an increasingly important "fifth arm" to marketing and one deserving of a more sophisticated approach; good news for the agencies.

An idea of how fast some of the new entrants are growing is provided by FBE Group. It started life in February 1982 when Brian Francis, Christopher Killingbeck and Duncan Bain came together. Profits have expanded from £40,000 pre-tax in the year to March 1983 to £350,000 for 1984-85. This year the group could turn in around £1.4m.

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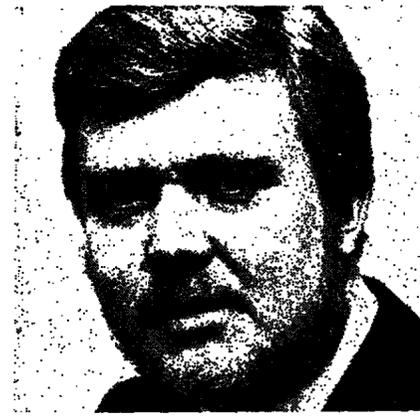
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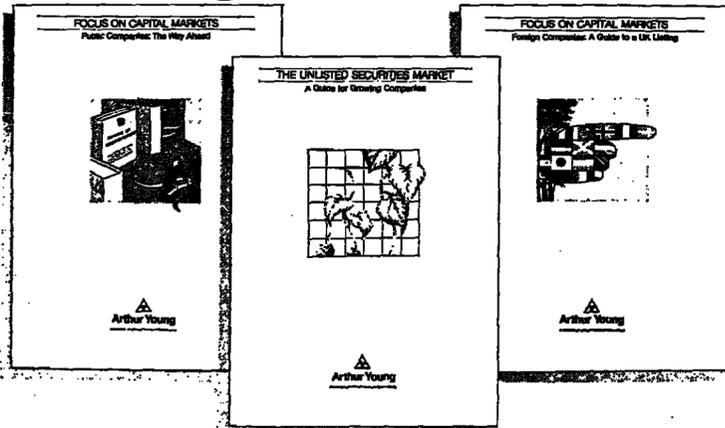
Michael Page of Addison Page, which dominates the USM's peoples business sector in terms of market capitalisation.

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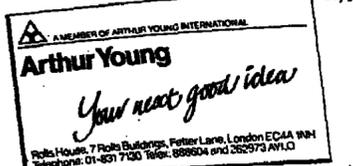
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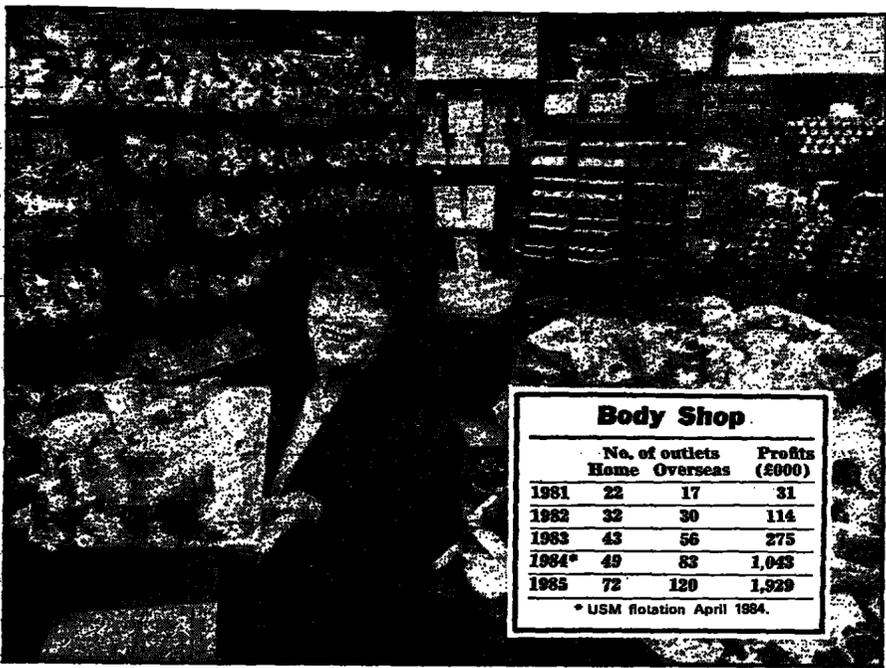
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Unlisted Securities Market 9



Anita Roddick, who with her husband Gordon founded Body Shop in 1973.

Body Shop			
	No. of outlets		Profits
	Home	Overseas	(£000)
1981	22	17	31
1982	32	30	114
1983	43	56	275
1984*	49	83	1,043
1985	72	120	1,529

* USM flotation April 1984.

Profile: BODY SHOP

By Frank Kane

The beauty of organic growth

BODY SHOP International has been called the beauty queen of the USM, and with good reason. The company's shares, valued at 96p in the April 1984 placing, currently trade at well above the 800p mark, having briefly touched 850p. Earlier this month, in its first full year on the market, it reported an 86 per cent profit rise to just under 2m on turnover of 29.4m — an exceptional margin for the stores sector.

But Body Shop is no ordinary store. Founded in 1976 by Gordon Roddick and his wife Anita, it hit upon an elusive commercial concept, the genuine niche market, and proceeded to develop it via the then unorthodox method of franchising.

The result was a fashion fad with staying power, a very rare thing indeed.

Like all good ideas, the initial concept was so simple that you now wonder why nobody had previously thought of it. Anita Roddick looked at cosmetic products, and realised that a large part of their costs were incurred in producing expensive disposable wrappings and containers. In addition, the products themselves were almost entirely man-made and synthetic, at a time when beauty-conscious women were becoming aware of the animal experimentation lobby and of the move back to nature in foods and health products. Producing natural products in cheap refillable

containers made both commercial and ecological sense. The formula was an instant success. From the original store in Brighton, the total number of outlets mushroomed to a nationwide chain of 48 shops at the time of the placing, with a further 56 shops overseas in 16 countries. In the five years from 1979, profits grew ten-fold.

tailing positions with people who would have shown us the door a year before." It has always been company policy to rent on a leasehold basis rather than tie down the company's cash in property.

The market greeted the new stock rapturously, doubling its value in the first week's trading, and prompting the odd con-

Two other factors have also helped to keep the share price rising in an almost unbroken spiral. Soon after the USM placing, there were rumours that here was a bid in the offing, with two tobacco companies, Gallaher and BAT, the prime candidates — incongruous suitors for a health-conscious, ecologically-minded concern. The rumours came to nothing.

There was also the fact that the Roddicks had taken precautions to ensure that a hostile bid was well-nigh impossible, with 38 per cent of the equity in their hands and a further 7 per cent or so reserved for the franchisees that run the stores.

This situation persists today, and while it has the advantage of making Body Shop virtually bid proof it also makes for an extremely thin market in the shares, bringing with it its own problems.

Any large deals will have a disproportionate effect on the price — a desirable thing when times, as now, are good, but any setback could send the share price into an uncontrollable dive. It is partly to guard against this that recent results were accompanied by a 100 per cent capitalisation issue.

The market has treated the company well, and Gordon Roddick has no doubts about the advantages the quote has brought. "We have become far more professional," he says. "One of the benefits of the USM is the high quality of professional advisers that we've used and who have helped us grow, from merchant bankers to brokers to auditors. After-care is the important thing once the listing is obtained — it is important to choose people who can give sound professional advice."

Body Shop has not been tempted to use its USM paper for acquisitions, but given its track record there has not yet been any need to go for growth via this route. Appropriately enough for its image, the company has been quite capable of organic growth at a fast rate.

It is a record which Gordon Roddick hopes will eventually attract the institutions, up to now conspicuously absent from the share register. "They've tended to view us as a 'here today, gone tomorrow' outfit, but as they see our results and our progress I think they will purchase our shares. They are beginning to realise that we are here to stay."

Institutional support would also be invaluable when the company moves to the full listing on which it has definite designs. The Roddicks regard the move as a logical progression. "Just part of the process of growing up," though they decline to set a firm date for the graduation.

Some analysts are plumping for an announcement to coincide with the interim figures next summer, but this may be premature. When it does happen, the company will be confident enough to embark on the acquisition trail at last.

For the moment, however, it is content to remain a well-run and highly profitable business. Plans are well advanced for a move to bigger warehousing premises next June, with enough capacity to service up to 500 outlets, compared with the current figure of 190. Expansion overseas is also set to continue, with the opening of production facilities in Toronto, Canada.

It is an enviable position to be in, as Gordon Roddick is well aware. "Of course, you always have an eye over your shoulder, but I'm pleased to say that it's hard to see any competition," he states.

Like all good ideas the initial concept was so simple that it was surprising it had not been thought of before. A thin market in the company's equity and bid rumours have helped keep the share price on an almost unbroken upward course.

By 1984, Body Shop was ready for a public listing. Gordon Roddick is explicit about the reasons for seeking a USM place. "We were attracted by the advantages of a high profile, especially because of our High Street image. It also improved our credibility. We became contenders for prime re-

ment that the issue had been deliberately underpriced. Capel Cure, Myers, in its defence pointed out that a lot of analysts had thought the placing at p/e of 24.5 pretty demanding at the time. Body Shop well exceeded its forecast, however, making a profit of £1m and confounding the sceptics.

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Unlisted Securities Market 10

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Profile: THERMAL SCIENTIFIC

Eyes set firmly across Atlantic

FOR A long time, furnaces and Sheffield have been virtually synonymous, but with the run-down of the steel industry it seemed as though the business had had its day. All the more surprising, then, that Thermal Scientific has managed a significant growth record at the hot end of industry from its South Yorkshire base.

Of course, there are furnaces and there are furnaces. The company that Mr Hugh Sykes runs is a million miles from Bessemer's converter and a long way from the dark satanic mills.

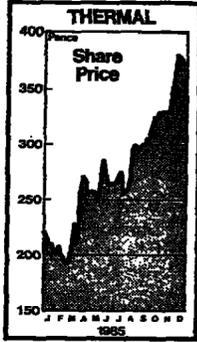
Thermal Scientific is a progressive, modern company - it views the US as its main avenue of expansion, high technology gives strong emphasis, and Mr Sykes' main concern is the quality of management and the company's product, not just price/earning ratios and profits.

Not that profits have in any way lagged since the company's USM placing in July 1983. They topped £1m in the 1984-85 year and beat that figure at the halfway stage in the current 12 months. Analysts are looking for just short of £3m for the full year for a p/e ratio of well over 50. This is no mean feat for an organisation with an unfashionable product.

Mr Sykes has no illusions about the driving force behind Thermal Scientific's rise. "It's all about strong management and team-work. If you don't keep management on their toes, you'll come to grief," he says.

He speaks with a good deal of authority, having enjoyed senior positions with several large public companies, including GEC and Bath & Portland. The experience enabled him to build up the network of managerial contacts that he has used to good effect in the creation of this present venture.

As with most companies that have come to the USM, Thermal Scientific was too small to contemplate a full listing, and to remain private was really no option at all. Sykes was determined to go for expansion via acquisitions, and for any bid to be credible he needed paper. This has been well used, with several major purchases since the flotation and a rights issue for



£6m last summer. Total spending on purchases so far totals more than £15m, not bad for a company showing net current assets of £4.5m in its last accounts.

The most interesting angle to the expansion has been the increasing tendency to look across the Atlantic. The purchase of Bétel, a plastic extrusions concern, was complemented by the acquisition of Killion Extrusions - another American business. The trans-Atlantic slant has meant that of the company's total turnover of £7.7m, less than half came from the UK, with North America the second largest contributor last year. In 1984 Thermal Scientific had no businesses in the US.

The trend is set to continue, with rumours of another American purchase at present the £5m mark in the near future.

The USM status has undoubtedly helped in the acquisition stakes. "It was a problem at first to convince people that we had something," says Mr Sykes, "and without the listing we would have had to have gone very slowly indeed. The quote has enabled us to achieve our expansion plans."

Frank Kane

FLOTATIONS BY REPORTING ACCOUNTANTS		FLOTATIONS BY SPONSORS		FLOTATIONS BY BROKERS		FLOTATIONS BY SOLICITORS TO THE ISSUE	
Peat Marwick	67	Simon and Coates	24	Phillips and Drew	30	Herbert Smith	46
Arthur Andersen	38	Simon and Coates	19	Simon and Coates	21	Clifford Turner	42
Deloitte Haskins and Sells	35	County Bank	16	Capel-Cure Myers	20	Nabarro Nathanson	33
Touche Ross	34	Capel-Cure Myers	16	Laing and Crutchbank	24	Nitin Ross Botterell & Books	29
Ernst and Whinney	30	Hambros Bank	14	Laurence Prust	17	Travers Smith Braithwaite	23
Price Waterhouse	26	Sammel Montagu	12	Grieverson Grant	17	Slaughter and May	18
Coopers and Lybrand	24	Laing and Crutchbank	11	L. Messel	15	Asbatt Morris & Criss	13
KMG Thomson McIntock	22	Barclays Merchant Bank	11	de Zoete and Bevan	14	Macfarlanes	13
Arthur Young	19	Laurence Prust	10	Rows and Pitman	13	Linklaters and Paines	14
Rinder Hamlyn	15	Hill Samuel	10	Fielding Newson-Smith	12	Cardeals	13
Thornthorpe Baker	14	Schaverien	10	Moore Govett	12	Allen and Overy	11
Stoy Hayward	11	Margetts & Addenbrooke	9	Barvata Leighton	12	Berwin Leighton	10
Spicer and Pegler	11	Smith Keen Cutler	9	Pannure Gordon	10	Theodore Goddard	9
Finnie	10	Kleinwort Benson	9	Smith Keen Cutler	10	Freshfields	9
Robson Rhodes	9	Le Mare Martin	8	Margetts and Addenbrooke	9	Titusmus Sainer and Wells	7
Fannell Kerr Forster	8	Tring Hall	7	Stock Beech	8	Edge Hill, Hatfield & Partners	6
Dearden Farrow	7	Stock Beech	7	James Capel	8	Rydh, Dutton and Holloway	6
Ball Baker Leake	7	Greene	7	Le Mare Martin	8	Halliwel Landau	6
Neville Russell	5	Fielding Newson-Smith	7	W. Greenwell	8	Evershed and Tomkinson	5
Hacker Young	5	L. Messel	6	Albert E. Sharp	8	Wedlake Bell	5
Cape and Daigleish	3	Charterhouse Japhet	6	Statham Duff Stoop	7	Jacques and Lewis	5
Saffery Champness	3	Quilter Goodson	6	Northcote	7	Fragge	5
Shelton Cohen Fine	3	Henderson Crosthwaite	6	Quilter Goodson	7	Withers	5
Longcrafts	3	Cooke Lunan	6	Greene	7	Osborne Clark	4
Rawlinsons	3	Robert Fleming	6	Sternberg Thomas Clarke	6	Simmons and Simmons	4
Leigh Carr	3	Hichens Harrison	6	J. and E. Davy	6	Stephenson Harwood	4
Auerbach Hope	3	Albert E. Sharp	6	Cazenove	6	A. and L. Goodbody	4
Berke Cohen Fine	2	Hill Woolgar	5	Laurie Milbank	6	Stallard	4
Diss Goodman	2	Northcote	5	Henderson Crosthwaite	6	Cameron Markby	3
Dutton Moore	2	Statham Duff Stoop	5	Strauss Turnbull	6	Lovell White and King	3
Farnholme	2	Allied Irish Inv Bank	5	Cooke Lunan	6	Coward Chance	3
Hazlewood	2	Laurie Milbank	5	Earshaw Haes	6	McKenna	3
Hodgson Harris	2	James Capel	5	Hichens Harrison	6	Pinsent	3
Jones and Partners	2	Heslin Moss	5	Parsons	5	S. J. Berwin	3
Kidsons	2	Morgan Grenfell	5	E. B. Savory Milin	5	Dickinson Dees	3
Lovewell Blake	2	de Zoete and Bevan	5	Sheppards and Chase	5	Dundas and Wilson	3
Reads	2	Grieverson Grant	5	Lovegrove Vickers	5	Durrant Plesse	3
Rothman Pantall	2	Fiske	5	Heslin Moss	5	McGrigor Donald	3
Casson Beckman	2	Hoare Govett	4	Wood Mackenzie	4	Kennedy Crystal	2
Others	102	E. B. Savory Milin	4	Flake	4	Richards Butler	2
		Others	125	Others	65	Others	86

The cost conscious competitor

Over the Counter Market

GEORGE GRAHAM

THE OVER the counter market (OTC) has not traditionally suffered from an excess of regulation, but there is now a queue of candidates for the task of laying down the law to the amorphous group of dealers who trade shares outside the Stock Exchange.

Two main organisations are vying for the attention of the Securities and Investment Board, which will have the power to recognise them as self-regulatory organisations or as investment exchanges under the new Financial Services bill now before Parliament.

The first, and in most senses the establishment candidate, is the National Association of Securities Dealers and Investment Managers (Nasdim). It has built up a large membership by virtue of being recognised as a self-regulatory organisation under the old Prevention of Fraud (Investments) Act, but most of these members are insurance brokers and investment advisers. Few Nasdim members are actively engaged in making markets in OTC shares.

Granville & Co. Nasdim's first member, does operate over the counter market, but this is conducted only on a matched bargain basis, pairing buyers with sellers. Of the larger full market makers, who act in the same way as Stock Exchange jobbers by holding their own lines of stock and taking profits on the spread between buying and selling prices, more at the moment belong to the British Institute of Dealers in Securities (Bids).

Bids includes the largest OTC market maker, Havard Securities, the flamboyant chairman of which, Mr Tom Wilmut, claims to carry out over 2,500 bargains a week in 85 OTC stocks, as well as in selected Stock Exchange listed shares such as Britoil and British Telecom.

Mr Wilmut says that Nasdim members simply do not have the experience of making to run an investment exchange effectively, or to regulate OTC market makers.

Both organisations have rule books which cover the liquidity market makers must maintain; the listing details that must be published before a company's shares may be traded; and the dealing arrangements and compensation funds necessary to protect private investors against insider dealing or the collapse of a market making company. Much remains to be done, however, in the field of regulation, for the OTC market's reputation still leaves much to be desired.

Some dealers are in fact members of both the rival organisations, so some attempt at a merger may be possible.

Whether Nasdim or Bids eventually receives the Securities and Investment Board's seal of approval, their concern will be to provide an adequate level of regulation without making the over the counter market too expensive an option for companies wanting to raise equity finance.

"The USM has been a great success but it has failed in one of its original objectives, that of providing start-up equity for companies - venture equity capital," said Mr John Cuckey of accountants Robson Rhodes. "This is a gap OTC markets can fill."

The gap in costs between the OTC and the USM may often not be very large, but accountants Spicer and Pegler estimated last year that 55 per cent of OTC new issues cost less

The concern will be to provide an adequate level of regulation without making the over the counter market too expensive an option for companies wanting to raise equity finance.

have raised money under the Business Expansion Scheme have made arrangements for their sponsors to make a market in their shares.

BES investors have to hold on to their shares for at least five years if they are to retain tax relief on their investments, so these arrangements are for the most part hypothetical.

But this year the first companies which raised money under the Business Start-up Scheme - the BES's predecessor - will reach their fifth anniversary. From 1988, when the much greater numbers of BES companies begin to pass their five year marks, OTC dealers expect a flood of shares coming onto the market.

Some leading participants in the BES, including Granville, which has sponsored a number of issues and has run a fund investing under the terms of the BES, and Electra, which manages several BES funds, plan a third tier market specifically designed to allow BES investors to realise the value of their shares.

As these smaller companies arrive on the equity markets for the first time, some participants believe that the "Big Bang" - changing Stock Exchange dealing arrangements and minimum commissions will mean that all but a handful of major stocks will in effect move down onto the same sort of irregular telephone market now known as the OTC. But before that happens, the OTC must lose its bucket shop image.

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For more information about our investment management services, please contact Paul Loach, Throgmorton Investment Management Ltd., Royal London House, 22-25 Finsbury Square, London EC2A 1DS. Telephone 01-628 9022.

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Dealers in all USM Companies

هكزان من الذهب